

ANHEUSER-BUSCH COMPANIES, INC.
 Form 4
 June 05, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BAKER W RANDOLPH

2. Issuer Name and Ticker or Trading Symbol
ANHEUSER-BUSCH COMPANIES, INC. [BUD]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
ONE BUSCH PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/01/2007

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
VP and CFO

ST. LOUIS, MO 63118-1852

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock (\$1 par value)	02/28/2007		G	V 3,299 D \$ 0	237,803	D	
Common Stock (\$1 par value)	06/01/2007		M	63,463 A \$ 21.6875	301,266	D	
Common Stock (\$1 par value)	06/01/2007		F	41,677 (1) D \$ 53.755	259,589	D	
Common Stock (\$1 par value)	06/05/2007		S	200 D \$ 53.37	259,389	D	

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par value)							
Common Stock (\$1 par value)	06/05/2007	S	1,100	D	\$ 53.39	258,289	D
Common Stock (\$1 par value)	06/05/2007	S	1,100	D	\$ 53.4	257,189	D
Common Stock (\$1 par value)	06/05/2007	S	1,000	D	\$ 53.41	256,189	D
Common Stock (\$1 par value)	06/05/2007	S	400	D	\$ 53.42	255,789	D
Common Stock (\$1 par value)	06/05/2007	S	500	D	\$ 53.43	255,289	D
Common Stock (\$1 par value)	06/05/2007	S	1,400	D	\$ 53.44	253,889	D
Common Stock (\$1 par value)	06/05/2007	S	400	D	\$ 53.45	253,489	D
Common Stock (\$1 par value)	06/05/2007	S	3,500	D	\$ 53.46	249,989	D
Common Stock (\$1 par value)	06/05/2007	S	300	D	\$ 53.47	249,689	D
Common Stock (\$1 par value)	06/05/2007	S	800	D	\$ 53.48	248,889	D
Common Stock (\$1 par value)	06/05/2007	S	3,600	D	\$ 53.49	245,289	D
Common Stock (\$1 par value)	06/05/2007	S	400	D	\$ 53.5	244,889	D
Common Stock (\$1 par value)	06/05/2007	S	200	D	\$ 53.52	244,689	D
Common Stock (\$1 par value)	06/05/2007	S	200	D	\$ 53.53	244,489	D

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Common Stock (\$1 par value)	06/05/2007	S	400	D	\$ 53.54	244,089	D	
Common Stock (\$1 par value)	06/05/2007	S	3,100	D	\$ 53.55	240,989	D	
Common Stock (\$1 par value)	06/05/2007	S	600	D	\$ 53.56	240,389	D	
Common Stock (\$1 par value)	06/05/2007	S	500	D	\$ 53.57	239,889	D	
Common Stock (\$1 par value)	06/05/2007	S	1,886	D	\$ 53.58	238,003	D	
Common Stock (\$1 par value)	06/05/2007	S	100	D	\$ 53.59	237,903	D	
Common Stock (\$1 par value)	06/05/2007	S	100	D	\$ 53.6	237,803	D	
Common Stock (\$1 par value)	06/05/2007	M	31,732	A	\$ 21.6875	31,732	I	by Family Partnership
Common Stock (\$1 par value)						41,200	I	TR UA Spouse's trusts FBO daughters
Common Stock (\$1 par value)						5,360	I	By daughters
Common Stock (\$1 par value)						32,429 ⁽²⁾	I	401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) - NQ	\$ 21.6875	06/01/2007		M	63,463	(3) 11/25/2007	Common Stock	63,463	
Employee Stock Option (Right to Buy) - NQ	\$ 21.6875	06/05/2007		M	31,732	07/20/1998 11/25/2007	Common Stock	31,732	
Phantom Stock Units	(4)					(5) (5)	Common Stock	(5)	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAKER W RANDOLPH ONE BUSCH PLACE ST. LOUIS, MO 63118-1852			VP and CFO	

Signatures

Laura H. Reeves, Attorney-in-Fact for W. Randolph Baker 06/05/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 16,072 shares withheld to pay taxes.
- (2) Based on the latest plan statement as of March 31, 2007.
- (3) Options became exercisable over a three year period beginning on 11/26/1998.
- (4) Each phantom share represents the value of one actual share of Common Stock.
- (5)

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Represents reporting person's interest in phantom shares of Anheuser-Busch Companies, Inc. resulting from participation in the Anheuser-Busch 401(k) Restoration Plan. Phantom shares have no exercise feature nor any expiration date.

Remarks:

Due to length, this Form 4 is comprised of two reports. This is report 1 of 2.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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