BUSCH AUGUST A III
Form 4
November 19, 2008

FORM 4

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

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

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

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BUSCH AUGUST A III

(Last) (First) (Middle)

1 MID RIVERS MALL DRIVE, SUITE 210

(Street)

ST. PETERS, MO 63376

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director
_____ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

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

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)	11/18/2008	11/18/2008	D		1,421,963 (1)	D	$ 70	0	D	
Common Stock ($1 par value)	11/18/2008	11/18/2008	D		16,328 (1)	D	$ 70	0	I	By charitable trust
Common Stock ($1 par value)	11/18/2008	11/18/2008	D		50,408 (1)	D	$ 70	0 (2)	I	By Spouse
Common	11/18/2008	11/18/2008	D		1,538,208	D	$ 70	0	I	Beneficiary of

Stock ($1 par value)				(1)					12/11/39 A.E. Busch TR
Common Stock ($1 par value)	11/18/2008	11/18/2008	D	509,856 (1)	D	$ 70	0	I	Beneficiary of 2/14/39 A.E. Busch TR
Common Stock ($1 par value)	11/18/2008	11/18/2008	D	529,916 (1)	D	$ 70	0 (2)	I	CoTstee of E.O. Busch TR 11/23/55
Common Stock ($1 par value)	11/18/2008	11/18/2008	D	529,920 (1)	D	$ 70	0	I	CoTstee/Benef E.O. Busch TR 11/23/55
Common Stock ($1 par value)	11/18/2008	11/18/2008	D	34,940 (1)	D	$ 70	0 (2)	I	Spouse as co-trustee for daughter

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

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

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 o Number o Shares
Employee Stock Options	$ 37.8907	11/18/2008	11/18/2008	D			100,000	(3)	(3)	Common Stock	100,00
Employee Stock Options	$ 48.875	11/18/2008	11/18/2008	D			2,046	(3)	(3)	Common Stock	2,046
Employee Stock Options	$ 48.875	11/18/2008	11/18/2008	D			897,954	(3)	(3)	Common Stock	897,95
Employee Stock Options	$ 42.945	11/18/2008	11/18/2008	D			2,328	(3)	(3)	Common Stock	2,328
Employee Stock	$ 42.945	11/18/2008	11/18/2008	D			1,081,072	(3)	(3)	Common Stock	1,081,07

Options									
Employee Stock Options	$ 49.91	11/18/2008	11/18/2008	D	2,003	(3)	(3)	Common Stock	2,003
Employee Stock Options	$ 49.91	11/18/2008	11/18/2008	D	997,997	(3)	(3)	Common Stock	997,99
Employee Stock Options	$ 52.26	11/18/2008	11/18/2008	D	1,913	(3)	(3)	Common Stock	1,913
Employee Stock Options	$ 52.26	11/18/2008	11/18/2008	D	748,087	(3)	(3)	Common Stock	748,08
Employee Stock Options	$ 50.285	11/18/2008	11/18/2008	D	1,988	(3)	(3)	Common Stock	1,988
Employee Stock Options	$ 50.285	11/18/2008	11/18/2008	D	448,012	(3)	(3)	Common Stock	448,01
Employee Stock Options	$ 43.8	11/18/2008	11/18/2008	D	2,283	(3)	(3)	Common Stock	2,283
Employee Stock Options	$ 43.8	11/18/2008	11/18/2008	D	342,779	(3)	(3)	Common Stock	342,77
Stock Options	$ 49.435	11/18/2008	11/18/2008	D	5,000	(3)	(3)	Common Stock	5,000
Phantom stock units	(4)	11/18/2008	11/18/2008	D	2,628	(5)	(5)	Common Stock	2,628

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUSCH AUGUST A III 1 MID RIVERS MALL DRIVE, SUITE 210 ST. PETERS, MO 63376	X			

Signatures

Laura H. Reeves, Attorney-in-Fact for August A. Busch III   11/19/2008

**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) Pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition Corp. dated July 13, 2008, these shares were cancelled at the effective time of the merger in exchange for cash equal to the product of (a) the number of shares and (b) the per share merger consideration of $70.00.

(2) Beneficial ownership of these shares is disclaimed.

(3) Pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition Corp. dated July 13, 2008, each outstanding unexercised option, whether vested or unvested, was cancelled at the effective time of the merger in exchange for cash equal to the product of (a) the number of shares underlying such option and (b) the excess of the per share merger consideration of $70.00 over the per share exercise price of such option, less any applicable tax withholding.

(4) Each phantom share represents the value of one actual share of Common Stock.

(5) Pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition Corp. dated July 13, 2008, all Phantom Stock Units, each of which represents the value of one actual share of Common Stock and have no exercise feature or expiration date, were cancelled at the effective time of the merger for cash equal to the product of (a) the number of shares underlying the Phantom Stock Units and (b) the per share merger consideration of $70.00, less any applicable tax withholding.

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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