

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)

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

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

ONE BUSCH PLACE

(Street)

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

ST. LOUIS, MO 63118-1852

(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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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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