ANHEUSER-BUSCH COMPANIES, INC.
Form 4
November 19, 2008

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287
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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 *
MARTINEZ VILMA S

(Last) (First) (Middle)

MUNGER, TOLLES & OLSON, 355 SOUTH GRAND AVE., 35TH FLOOR

(Street)

LOS ANGELES, CA 90071

(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	F		1,087 (1)	D	$ 70	2,592 (2)	D	
Common Stock ($1 par value)	11/18/2008	11/18/2008	D		2,592 (2) (3)	D	$ 70	0	D	

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

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SEC 1474 (9-02)

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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)		8. Pr Deri Secu (Inst
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	$ 35.6094	11/18/2008	11/18/2008	D			4,000	(4)	(4)	Common Stock	4,000	34.
Stock Options	$ 35.2032	11/18/2008	11/18/2008	D			4,000	(4)	(4)	Common Stock	4,000	34.
Stock Options	$ 40.17	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 2
Stock Options	$ 53.515	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 1
Stock Options	$ 49.59	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 2
Stock Options	$ 51.2	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 1
Stock Options	$ 47.32	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 2
Stock Options	$ 44.85	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 2
Stock Options	$ 49.435	11/18/2008	11/18/2008	D			5,000	(4)	(4)	Common Stock	5,000	$ 2
Phantom Stock Units	(5)	11/18/2008	11/18/2008	D			26,530	(6)	(6)	Common Stock	26,530	$ 7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

MARTINEZ VILMA S
MUNGER, TOLLES & OLSON
355 SOUTH GRAND AVE., 35TH FLOOR
LOS ANGELES, CA 90071 X

Signatures

Laura H. Reeves, Attorney-in-Fact for Vilma S. Martinez	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)** Shares withheld to pay taxes applicable to the vesting of Restricted Stock.
- **(2)** Includes shares held in an automatic dividend reinvestment plan.
- **(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, 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.
- **(4)** 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.
- **(5)** This security converts to Common Stock on a 1-for-1 basis.
- **(6)** 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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