

Castellano Joseph P  
 Form 4  
 November 19, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 Castellano Joseph P

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)  
 11/18/2008

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Strategy Committee Member

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (D) Price  |  |                                   |
| Common Stock (\$1 par value)    | 11/18/2008                           | 11/18/2008   | D                              |   | 35,986 (1) (2) D \$ 70 0 (3)  | D  |                                   |
| Common Stock (\$1 par value)    | 11/18/2008                           | 11/18/2008   | D                              |   | 12,842 (1) (2) D \$ 70 0  | I  | By Spouse                         |

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. De        |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
|  |  |                                      |  | Code                           | V (A) (D)   |  |   |              |                            |
| Employee Stock Options                     | \$ 37.8907   | 11/18/2008                           | 11/18/2008   | D                              | 2,638   | (4)  | (4)   | Common Stock | 2,638                      |
| Employee Stock Options                     | \$ 37.8907   | 11/18/2008                           | 11/18/2008   | D                              | 57,362  | (4)  | (4)   | Common Stock | 57,362                     |
| Employee Stock Options                     | \$ 48.875  | 11/18/2008                           | 11/18/2008   | D                              | 2,046   | (4)  | (4)   | Common Stock | 2,046                      |
| Employee Stock Options                     | \$ 48.875  | 11/18/2008                           | 11/18/2008   | D                              | 62,954  | (4)  | (4)   | Common Stock | 62,954                     |
| Employee Stock Options                     | \$ 42.945  | 11/18/2008                           | 11/18/2008   | D                              | 2,328   | (4)  | (4)   | Common Stock | 2,328                      |
| Employee Stock Options                     | \$ 42.945  | 11/18/2008                           | 11/18/2008   | D                              | 78,972  | (4)  | (4)   | Common Stock | 78,972                     |
| Employee Stock Options                     | \$ 49.91   | 11/18/2008                           | 11/18/2008   | D                              | 2,003   | (4)  | (4)   | Common Stock | 2,003                      |
| Employee Stock Options                     | \$ 49.91   | 11/18/2008                           | 11/18/2008   | D                              | 82,997  | (4)  | (4)   | Common Stock | 82,997                     |
| Employee Stock Options                     | \$ 52.26   | 11/18/2008                           | 11/18/2008   | D                              | 1,913   | (4)  | (4)   | Common Stock | 1,913                      |
| Employee Stock Options                     | \$ 52.26   | 11/18/2008                           | 11/18/2008   | D                              | 88,087  | (4)  | (4)   | Common Stock | 88,087                     |
| Employee Stock                             | \$ 50.285  | 11/18/2008                           | 11/18/2008   | D                              | 1,988   | (4)  | (4)   | Common Stock | 1,988                      |

|                        |           |            |            |   |        |     |     |              |        |    |  |
|------------------------|-----------|------------|------------|---|--------|-----|-----|--------------|--------|----|--|
| Options                |           |            |            |   |        |     |     |              |        |    |  |
| Employee Stock Options | \$ 50.285 | 11/18/2008 | 11/18/2008 | D | 98,012 | (4) | (4) | Common Stock | 98,012 | \$ |  |
| Employee Stock Options | \$ 43.8   | 11/18/2008 | 11/18/2008 | D | 2,283  | (4) | (4) | Common Stock | 2,283  | \$ |  |
| Employee Stock Options | \$ 43.8   | 11/18/2008 | 11/18/2008 | D | 61,281 | (4) | (4) | Common Stock | 61,281 | \$ |  |
| Employee Stock Options | \$ 46.37  | 11/18/2008 | 11/18/2008 | D | 2,156  | (4) | (4) | Common Stock | 2,156  | \$ |  |
| Employee Stock Options | \$ 46.37  | 11/18/2008 | 11/18/2008 | D | 69,786 | (4) | (4) | Common Stock | 69,786 | \$ |  |
| Employee Stock Options | \$ 51.89  | 11/18/2008 | 11/18/2008 | D | 1,927  | (4) | (4) | Common Stock | 1,927  | \$ |  |
| Employee Stock Options | \$ 51.89  | 11/18/2008 | 11/18/2008 | D | 91,269 | (4) | (4) | Common Stock | 91,269 | \$ |  |
| Phantom Stock Units    | (5)       | 11/18/2008 | 11/18/2008 | D | 2,737  | (6) | (6) | Common Stock | 2,737  | \$ |  |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |                           |
|--|---------------|-----------|---------|---------------------------|
|  | Director      | 10% Owner | Officer | Other                     |
| Castellano Joseph P<br>ONE BUSCH PLACE<br>ST. LOUIS, MO 63118-1852 |               |           |         | Strategy Committee Member |

## Signatures

Laura H. Reeves, Attorney-in-Fact for Joseph P. Castellano

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).

Pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition Corp. dated July (1) 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.

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- (2) Includes shares held in an automatic dividend reinvestment plan.

Additionally, pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition

- (3) Corp. dated July 13, 2008, all shares held in the Company's 401(k) Plan 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.

Pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition Corp. dated July

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

Pursuant to the Agreement and Plan of Merger by and among the Company, InBev N.V/S.A. and Pestalozzi Acquisition Corp. dated July

- (6) 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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