

BUSCH AUGUST A III
 Form 4/A
 November 19, 2008

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 *
 BUSCH AUGUST A III

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)
 1 MID RIVERS MALL DRIVE,
 SUITE 210
 (Street)
 ST. PETERS, MO 63376
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 11/19/2008
 4. If Amendment, Date Original Filed(Month/Day/Year)
 11/14/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 6. Individual or Joint/Group Filing(Check Applicable Line)
 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)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock (\$1 par value)	11/05/2008		G	V	16,328	D	\$ 0 ⁽¹⁾ 1,424,082	D	
Common Stock (\$1 par value)	11/05/2008		G	V	16,328	A	\$ 0 16,328	I	By charitable trust
Common Stock (\$1 par value)	11/12/2008		D		2,119 ⁽²⁾	D	\$ 66.44 ⁽³⁾ 1,421,963	D	
Common Stock (\$1 par value)							50,408 ⁽⁴⁾	I	By Spouse

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Stock (\$1 par value)					
Common Stock (\$1 par value)	1,538,208	I			Beneficiary of 12/11/39 A.E. Busch TR
Common Stock (\$1 par value)	509,856	I			Beneficiary of 2/14/39 A.E. Busch TR
Common Stock (\$1 par value)	529,916 ⁽⁴⁾	I			CoTstee of E.O. Busch TR 11/23/55
Common Stock (\$1 par value)	529,920	I			CoTstee/Benef E.O. Busch TR 11/23/55
Common Stock (\$1 par value)	34,940 ⁽⁴⁾	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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(9-02)

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. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom stock units	⁽⁵⁾					⁽⁶⁾	⁽⁶⁾	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) Price was originally reported as \$66.44 - correct price should be \$0.
- (2) Shares withheld to pay taxes applicable to the vesting of Restricted Stock.
- (3) Price was originally reported as \$1 - correct price should be \$66.44
- (4) Beneficial ownership of these shares is disclaimed.
- (5) Each phantom share represents the value of one actual share of Common Stock.
- (6) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.