

ANHEUSER-BUSCH COMPANIES, INC.
Form POS AM
May 06, 2005

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON MAY 6, 2005

Registration Statement No. 333-109830

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

**AMENDMENT NO. 2
(POST-EFFECTIVE)**

to

FORM S-3

Registration Statement

Under

the Securities Act of 1933

ANHEUSER-BUSCH COMPANIES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction)

43-1162835
(IRS Employer)

of incorporation or organization)

Identification No.)

One Busch Place

St. Louis, Missouri 63118

(314) 577-2000

(Address, including zip code, and telephone number, including area code, of Registrant's principal executive offices)

Copies to:

JoBeth G. Brown

Vice President and Secretary

Anheuser-Busch Companies, Inc.

One Busch Place

St. Louis, Missouri 63118

314-577-2000

(Name and address, including zip code, and telephone number,

including area code, of agent for service)

O. Kirby Colson III, Esq.

Armstrong Teasdale LLP

One Metropolitan Square, Suite 2600

St. Louis, Missouri 63102

314-621-5070

Fax 314-621-5065

REMOVAL FROM REGISTRATION

Registrant previously registered an aggregate of 1,445,259 shares of its Common Stock on Form S-3, filed October 20, 2003 and amended March 4, 2004, Registration No. 333-109830. Such Registration Statement included an undertaking pursuant to Item 512(a)(3) of Regulation S-K to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering. The offering of such securities has been terminated and the Registrant hereby removes from registration all of such securities which remain unsold.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-3 and has duly caused this amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of St. Louis, State of Missouri, on May 6, 2005.

ANHEUSER-BUSCH COMPANIES, INC.

By: */s/ JOBETH G. BROWN*
(JoBeth G. Brown, Vice President and Secretary)

Pursuant to the requirements of the Securities Act of 1933, this amendment to the registration statement has been signed by the following persons in the capacities and on the dates indicated:

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<hr/> PATRICK T. STOKES* <hr/> (Patrick T. Stokes)	President and Chief Executive Officer and Director (Principal Executive Officer)	May 6, 2005
<hr/> W. RANDOLPH BAKER* <hr/> (W. Randolph Baker)	Vice President and Chief Financial Officer (Principal Financial Officer)	May 6, 2005
<hr/> JOHN F. KELLY* <hr/> (John F. Kelly)	Vice President and Controller (Principal Accounting Officer)	May 6, 2005
<hr/> AUGUST A. BUSCH III* <hr/> (August A. Busch III)	Chairman of the Board and Director	May 6, 2005
<hr/> CARLOS FERNANDEZ G.* <hr/> (Carlos Fernandez G.)	Director	May 6, 2005
<hr/> JAMES J. FORESE* <hr/> (James J. Forese)	Director	May 6, 2005
<hr/> JOHN E. JACOB* <hr/> (John E. Jacob)	Director	May 6, 2005
<hr/> JAMES R. JONES* <hr/> (James R. Jones)	Director	May 6, 2005

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CHARLES F. KNIGHT*

Director

May 6, 2005

(Charles F. Knight)

VERNON R. LOUCKS, JR.*

Director

May 6, 2005

(Vernon R. Loucks, Jr.)

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VILMA S. MARTINEZ*	Director	May 6, 2005
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(Vilma S. Martinez)		
WILLIAM PORTER PAYNE*	Director	May 6, 2005
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(William Porter Payne)		
JOYCE M. ROCHÉ*	Director	May 6, 2005
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(Joyce M. Roché)		
HENRY HUGH SHELTON*	Director	May 6, 2005
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(Henry Hugh Shelton)		
ANDREW C. TAYLOR*	Director	May 6, 2005
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(Andrew C. Taylor)		
DOUGLAS A. WARNER III*	Director	May 6, 2005
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(Douglas A. Warner III)		
EDWARD E. WHITACRE, JR. *	Director	May 6, 2005
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(Edward E. Whitacre, Jr.)		

* By: /s/ JOBETH G. BROWN
JoBeth G. Brown
Attorney-in-Fact