

ANHEUSER-BUSCH COMPANIES, INC.
Form POS AM
June 16, 2005

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON JUNE 16, 2005

Registration Statement No. 333-109830

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

**AMENDMENT NO. 3
(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
of incorporation or organization)

43-1162835
(IRS Employer
Identification No.)

One Busch Place

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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 and May 6, 2005, 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 1,441,259 shares 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 June 16, 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>
<u> /s/ PATRICK T. STOKES*</u> (Patrick T. Stokes)	President and Chief Executive Officer and Director (Principal Executive Officer)	June 16, 2005
<u> /s/ W. RANDOLPH BAKER*</u>	Vice President and Chief Financial Officer (Principal Financial Officer)	June 16, 2005
<u> /s/ JOHN F. KELLY*</u> (John F. Kelly)	Vice President and Controller (Principal Accounting Officer)	June 16, 2005
<u> /s/ AUGUST A. BUSCH III*</u> (August A. Busch III)	Chairman of the Board and Director	June 16, 2005
<u> /s/ CARLOS FERNANDEZ G.*</u> (Carlos Fernandez G.)	Director	June 16, 2005
<u> /s/ JAMES J. FORESE*</u> (James J. Forese)	Director	June 16, 2005
<u> /s/ JOHN E. JACOB*</u> (John E. Jacob)	Director	June 16, 2005
<u> /s/ JAMES R. JONES*</u> (James R. Jones)	Director	June 16, 2005

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/s/ CHARLES F. KNIGHT*

Director

June 16, 2005

(Charles F. Knight)

/s/ VERNON R. LOUCKS, JR.*

Director

June 16, 2005

(Vernon R. Loucks, Jr.)

/s/ VILMA S. MARTINEZ*

Director

June 16, 2005

(Vilma S. Martinez)

/s/ WILLIAM PORTER PAYNE*

Director

June 16, 2005

(William Porter Payne)

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/s/ JOYCE M. ROCHÉ*

Director

June 16, 2005

(Joyce M. Roché)

/s/ HENRY HUGH SHELTON*

Director

June 16, 2005

(Henry Hugh Shelton)

/s/ ANDREW C. TAYLOR*

Director

June 16, 2005

(Andrew C. Taylor)

/s/ DOUGLAS A. WARNER III*

Director

June 16, 2005

(Douglas A. Warner III)

/s/ EDWARD E. WHITACRE, JR.*

Director

June 16, 2005

(Edward E. Whitacre, Jr.)

* By:

/s/ JOBETH G. BROWN
JoBeth G. Brown

Attorney-in-Fact