WHITACRE EDWARD E JR

Form 4 April 02, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Address of Whitacre Jr., Edward		. Issuer Na Anheuser-E				Per	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (Fir SBC Communication 175 E. Houston, Ste.	o	of Reporting Person, if an entity (voluntary)					4. Statement for Month/Day/Year 03/31/2003 5. If Amendment, Date of Original (Month/Day/Year)		X Director 10% Owner _ Officer (give title below) Other (specify below) 7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person _ Form filed by More than One Reporting Person			
San Antonio,, TX 782												
1. Title of Security (Instr. 3)	· I		action Code (Instr. 8	S-	4. Securiti	es Acq posed (uired of (D) Price			6. Owner-ship Form: Indirect Direct (D) or Indirect (I) (Instr. 4)		
Common Stock (\$1 par value)						(D)		(4,000	D (1)		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2 Conver-	3 Trans-	3Δ	4	5	6. Date Exercisable	7. Title and	8 Price of	9. Number of	10.	11. Nature
				<u> </u>							
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of		Date,	Code	Derivati	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative	(Month/	if any		Securitie	Y ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
		-	(Month/	(Instr.	Acquire	1			Following	ative	
		Year)	Day/	8)	(A) or				Reported	Security:	
			Year)		Dispose	1			Transaction(s)	Direct	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Edgar Filing: WHITACRE EDWARD E JR - Form 4

				of (Ins 3, 4	str.							(D) or Indirect (I) (Instr. 4)	
			Code	V (A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares				
Phantom Stock Units	1-for-1	03/31/03	A	269)			Common Stock	269	\$46.635	17,220(2)	D	

Explanation of Responses:

(1) In connection with the Rights Agreement adopted by the Company, Preferred Stock Purchase Rights were distributed to shareholders and are deemed to be attached to the shares of Common Stock of the Company listed on this Form. One-quarter of a Preferred Stock Purchase Right is attached to each share of common stock. If and when the Rights become exercisable, the holder of each Right initially would be entitled to purchase one one-hundredth of a share of Series Junior B Participating Preferred Stock at a purchase price of \$195 (both the number of fractional shares and the purchase price are subject to adjustment).

(2) Represents balance of phantom stock units under Anheuser-Busch Companies, Inc. Deferred Compensation Plan for Non-Employee Directors.

By: /s/ <u>Laura H. Reeves, Attorney-in-Fact</u> <u>04/02/2003</u>

Power of Attorney Date

**Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).