## Edgar Filing: WHITACRE EDWARD E JR - Form 4

WHITACRE Form 4 February 04, 2	EDWARD E JF 2008	£								
FORM	Л							PPROVAL		
	COMMISSION	OMB Number:	3235-0287							
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations may continue. See Instruction 1(b).Statement of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1940								January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type Re	esponses)									
1. Name and Address of Reporting Person <u>*</u> WHITACRE EDWARD E JR			Symbol ANHE	er Name <b>and</b> T USER-BUS ANIES, INC		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			3. Date of Earliest Transaction (Month/Day/Year) 01/31/2008			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) SAN ANTONIO, TX 78212			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>				
(City)	(State)	(Zip)	Tab	ole I - Non-Der	ivative Securities A	cquired, Disposed o	of, or Beneficia	lly Owned		
	. Transaction Date Month/Day/Year)		Date, if	TransactionA Code Di	Securities cquired (A) or isposed of (D) nstr. 3, 4 and 5) (A) or mount (D) Price	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report	rt on a separate line	e for each cl	ass of sec		ally owned directly o					
					information cont required to respo	spond to the colle- ained in this form ond unless the for ntly valid OMB co	are not m	SEC 1474 (9-02)		
	Tab	le II - Deriv	vative Sec	curities Acquir	ed, Disposed of, or	<b>Beneficially Owned</b>	l			

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Derivativ

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	5)	Derivative (Month Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	01/31/2008		A <u>(2)</u>		151		(2)	(2)	Common Stock	151	\$ 46.8

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh			
	Director	10% Owner	Officer	Other	
WHITACRE EDWARD E JR AT&T INC. 745 E. MULBERRY AVE., SUITE 475 SAN ANTONIO, TX 78212	Х				
Signatures					
Laura H. Reeves, Attorney-in-Fact for Ed Whitacre, Jr.	02/04/2008				
**Signature of Reporting Person				Date	
Explanation of Response					

## planation of nesponses.

- 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) This security converts to Common Stock on a 1-for-1 basis.

Phantom Stock Units acquired pursuant to the Anheuser-Busch Companies Inc. Deferred Compensation Plan for Non-Employee Directors. Payable in cash triggered by the earliest of the following: (1) the date specified by the reporting person, payable in either a

(2) lump sum or equal quarterly installments over a period not to exceed ten (10) years as selected by the reporting person; (2) death, payable in a lump sum; or (3) a Change of Control, payable in a lump sum.

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.