

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning <u>01/01/2009</u> and ending <u>12/31/2009</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>ANHEUSER-BUSCH DEFINED CONTRIBUTION RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>089</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/2003</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>089</u>	1c Effective date of plan <u>01/01/2003</u>	
1b Three-digit plan number (PN) ▶	<u>089</u>				
1c Effective date of plan <u>01/01/2003</u>					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>ANHEUSER-BUSCH, INC.</u> <u>ONE BUSCH PLACE</u> <u>ST. LOUIS, MO 63118-1852</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>43-0161000</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>314-577-2000</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>312120</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>43-0161000</u>	2c Sponsor's telephone number <u>314-577-2000</u>	2d Business code (see instructions) <u>312120</u>	
2b Employer Identification Number (EIN) <u>43-0161000</u>					
2c Sponsor's telephone number <u>314-577-2000</u>					
2d Business code (see instructions) <u>312120</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2010	ROBERT ZIMMER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2010	ROBERT ZIMMER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") ANHEUSER-BUSCH, INC. ONE BUSCH PLACE ST. LOUIS, MO 63118-1852	3b Administrator's EIN 43-0161000 3c Administrator's telephone number 314-577-2000
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	1600
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	1304
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	413
d Subtotal. Add lines 6a , 6b , and 6c	6d	1717
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	3
f Total. Add lines 6d and 6e	6f	1720
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	1681
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	66

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2C 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☐ **A** (Insurance Information)
 (4) ☐ **C** (Service Provider Information)
 (5) ☐ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan ANHEUSER-BUSCH DEFINED CONTRIBUTION RETIREMENT PLAN	B Three-digit plan number (PN) ►	089
C Plan sponsor's name as shown on line 2a of Form 5500 ANHEUSER-BUSCH, INC.	D Employer Identification Number (EIN) 43-0161000	

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	340646	336562
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	4772968	7347570
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	5113614	7684132

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5113614	7684132
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	1331752	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		1331752

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	150739	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		150739

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1353098
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		2835589

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	265071	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		265071
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		265071

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		2570518
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS LLP

(2) EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		500000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>ANHEUSER-BUSCH DEFINED CONTRIBUTION RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>089</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ANHEUSER-BUSCH, INC.</u>	D Employer Identification Number (EIN) <u>43-0161000</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>23-2186884</u>	
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3 <u>82</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a	<u>1331752</u>	
b Enter the amount contributed by the employer to the plan for this plan year	6b	<u>1331752</u>	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c	<u>0</u>	
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

Anheuser-Busch Defined Contribution Retirement Plan

**Financial Statements and Additional Information
December 31, 2009 and 2008**

Anheuser-Busch Defined Contribution Retirement Plan Index

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* Schedules required by 29 CFR 2520.103-10 of Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

Report of Independent Auditors

To the Participants and Administrator of
The Anheuser-Busch Defined Contribution
Retirement Plan

In our opinion, the accompanying statement of net assets available for benefits and the related statement of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits of the Anheuser-Busch Defined Contribution Retirement Plan (the "Plan") at December 31, 2009, and the changes in net assets available for benefits for the year ended December 31, 2009, in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit of these statements in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the Plan administration instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5 which was certified by Vanguard Fiduciary Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the December 31, 2008 financial statements. Our report, dated October 9, 2009 indicated that (a) because of the significance of the information that we did not audit, we were unable to, and did not, express an opinion on the financial statements taken as a whole and (b) the form and content of the information included in the financial statements other than that derived from the information certified by the Trustee, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Our audit of the Plan's financial statements as of and for the year ended December 31, 2009, was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental Schedule of Assets (Held at end of year) and Schedule of Reportable Transactions, are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.



St. Louis, MO
October 13, 2010

**Anheuser-Busch Defined Contribution
Retirement Plan
Statements of Net Assets Available for Benefits
December 31, 2009 and 2008**

	2009	2008
Assets		
Contributions receivable		
Employer	\$ 336,562	\$ 340,646
Investments	<u>7,347,570</u>	<u>4,772,968</u>
Net assets available for benefits	<u>\$ 7,684,132</u>	<u>\$ 5,113,614</u>

The accompanying notes are an integral part of these financial statements.

**Anheuser-Busch Defined Contribution
Retirement Plan**
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2009 and 2008

	2009	2008
Additions to net assets attributed to		
Employer contributions	\$ 1,331,752	\$ 1,269,377
Investment income		
Net appreciation in fair value of investments	1,353,098	-
Interest and dividend income	150,739	149,462
Total additions	<u>2,835,589</u>	<u>1,418,839</u>
Deductions from net assets attributed to		
Distributions to participants	265,071	151,390
Investment loss		
Net depreciation in fair value of investments	-	2,166,110
Total deductions	<u>265,071</u>	<u>2,317,500</u>
Net increase (decrease)	2,570,518	(898,661)
Net assets available for benefits		
Beginning of year	<u>5,113,614</u>	<u>6,012,275</u>
End of year	<u>\$ 7,684,132</u>	<u>\$ 5,113,614</u>

The accompanying notes are an integral part of these financial statements.

Anheuser-Busch Defined Contribution Retirement Plan

Notes to Financial Statements

December 31, 2009 and 2008

1. Plan Description

The following description of the Anheuser-Busch Defined Contribution Retirement Plan (the "Plan") is provided for general informational purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan was established on January 1, 2003, primarily for the purpose of providing employees of the Anheuser-Busch Companies, Inc. (the "Company" or "Anheuser-Busch") wholesale operations with the opportunity to participate in a retirement plan in addition to their 401(k) plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended.

Plan Administration

The Plan's named fiduciaries are Anheuser-Busch, as Sponsor and Plan Administrator, and The Vanguard Fiduciary Trust Company, as the Trustee. As Sponsor, the Company has the right to amend the Plan, designate the Plan's named fiduciaries and exercise all fiduciary functions necessary for the operation of the Plan except those which are assigned to another named fiduciary by the Plan or the related trust agreement. The Trustee has the exclusive authority and discretion to invest, manage and hold the assets of the trust in accordance with the provisions of the Plan and the separate trust agreement.

Eligibility

Each regular hourly employee of the Anheuser-Busch wholesale operations, other than an employee covered by a collective bargaining agreement, an employee eligible to participate in the Retirement Plan for Certain Hourly Employees of Anheuser-Busch, Inc. or an employee eligible to participate in the Anheuser-Busch Salaried Employees' Retirement Plan, is eligible to participate in the Plan after completing one year of service, during which the employee worked 1,000 hours.

Contributions

All contributions to the Plan are made on a quarterly basis by the Company or one of its affiliates that has elected to participate in the Plan, based on a rate of 3.5% of eligible compensation.

Forfeited Account

Forfeitures result from a participant's withdrawal, retirement or termination before the participant is 100% vested in employer contributions. Forfeited nonvested amounts are used to reduce future employer contributions. At December 31, 2009 and 2008, the Plan's forfeiture account balance totaled \$41,271 and \$22,099, respectively. During the Plan years ended December 31, 2009 and 2008, forfeitures of \$1,729 and \$55,441 were used to reduce employer contributions, respectively.

Vesting

Participants who complete an hour of service on or after January 1, 2007 become 100% vested upon completion of three years of service. Participants with less than three years of service are 0% vested. Participants who terminated employment before 2007 are subject to a five-year cliff vesting schedule. Participants become 100% vested at death, disability, or upon reaching the Plan's normal retirement age of 60. There is no early retirement age in the Plan.

Anheuser-Busch Defined Contribution Retirement Plan

Notes to Financial Statements

December 31, 2009 and 2008

Participant Accounts

Each participant's account is credited with employer contributions and an allocation of Plan earnings. The allocation of earnings is determined by the earnings of the participant's investments based on their account balance, as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Payment of Benefits

A participant can receive a distribution in the form of a lump sum only. A participant can also elect to defer distributions until a later date. Participants are required to begin receiving distributions as of the later of the date the participant reaches age 62 or the participant's termination of employment.

Participant Loans

The Plan does not allow for loans or in-service withdrawals.

Plan Termination

The Company intends to continue the Plan indefinitely. However, the Company may at any time and for any reason, subject to the provisions of ERISA, suspend or terminate the Plan, provided that such action does not adversely affect the rights of any participant under the Plan. Such termination would result in the immediate and full vesting of each affected participant's account balance.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared using the accrual method of accounting, except for benefit payments, which are recorded when paid.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein and disclosure of contingent liabilities. Actual results could differ from those estimates.

Valuation of Investments and Income Recognition

Investments are stated at fair value based on quoted market prices.

Purchases and sales of securities and related realized gains or losses are recorded on the trade date. Interest income is recorded when earned and dividend income is recorded on the ex-dividend date. In accordance with the policy of stating investments at fair value, the Plan presents in the statement of changes in net assets available for benefits the net appreciation or depreciation in the fair value of its investments, which consists of the realized gains or losses and the unrealized appreciation or depreciation on those investments.

Administrative Expenses

For the years ended December 31, 2009 and 2008, the Company or one of its participating affiliates paid all expenses related to the operation of the Plan.

Anheuser-Busch Defined Contribution Retirement Plan

Notes to Financial Statements

December 31, 2009 and 2008

3. Nonparticipant-Directed Investments

The following table presents the fair value of nonparticipant-directed investments at December 31, 2009 and 2008:

	2009	2008
Investments at fair value		
Registered Investment Companies		
Vanguard Target Retirement 2015	\$ 574,454 *	\$ 415,397 *
Vanguard Target Retirement 2020	743,325 *	500,819 *
Vanguard Target Retirement 2025	889,014 *	589,586 *
Vanguard Target Retirement 2030	949,814 *	618,496 *
Vanguard Target Retirement 2035	1,137,057 *	774,061 *
Vanguard Target Retirement 2040	1,280,535 *	831,481 *
Vanguard Target Retirement 2045	1,052,340 *	649,130 *
Vanguard Target Retirement 2050	490,777 *	204,593
Other	230,254	189,405
Total investments	<u>\$ 7,347,570</u>	<u>\$ 4,772,968</u>

* Represents 5% or more of net assets available for benefits.

During 2009 and 2008, the Plan's investments (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value by \$1,353,098 and (\$2,166,110), respectively.

4. Fair Value Measurements

The Plan follows accounting standards that provide a framework for measuring fair value for all assets and liabilities that are measured and reported at fair value. ASC 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. Certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk or the risks inherent in the inputs to the valuation, were used in the valuation process. Inputs to valuation can be readily observable, market corroborated, or unobservable. Valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs were used. ASC 820 also establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. All financial assets and liabilities carried at fair value were classified in one of the following three hierarchy levels:

Level 1: Inputs based on quoted prices in active markets for identical assets or liabilities that the Plan has the ability to access at the reporting date.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;

**Anheuser-Busch Defined Contribution
Retirement Plan
Notes to Financial Statements
December 31, 2009 and 2008**

- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3: Inputs to the valuation methodology that are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Following is a description of the valuation methodologies used for assets measured at fair value:

Registered Investment Companies

Valued at the net asset value (NAV) of shares held by the Plan at year end.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2009 and 2008:

2009				
	Level 1	Level 2	Level 3	Total
Registered investment companies				
Balanced funds	\$ 7,301,670	\$ -	\$ -	\$ 7,301,670
Income fund	45,900	-	-	45,900
Total assets at fair value	<u>\$ 7,347,570</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,347,570</u>
2008				
	Level 1	Level 2	Level 3	Total
Registered investment companies	\$ 4,772,968	\$ -	\$ -	\$ 4,772,968
Total assets at fair value	<u>\$ 4,772,968</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,772,968</u>

There have been no changes in the methodologies used at December 31, 2009 or 2008.

Anheuser-Busch Defined Contribution Retirement Plan

Notes to Financial Statements

December 31, 2009 and 2008

5. Summary of Financial Data Certified by Trustee

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan sponsor has accepted the certification by Vanguard Fiduciary Trust Company as to the accuracy and completion of the investment information and has instructed the Plan's independent auditors not to perform audit procedures with respect to the given information for the year ended December 31, 2008.

The following is a summary of Plan financial information and data certified by Vanguard Fiduciary Trust Company as of December 31, 2008 and for the year then ended, as Trustees of the Plan assets, in accordance with 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA:

- The fair value of Plan investments as of December 31, 2008 that is included in the Statement of Net Assets Available for Benefits.
- Investment income (loss) for the Plan for the years ended December 31, 2008 that is included in the Statement of Changes in Net Assets Available for Benefits.

The financial information related to the assets and earnings of the Plan has been audited by the Plan's independent auditors as of and for the year ended December 31, 2009.

6. Income Tax Status

The Vanguard Fiduciary Trust Company received a favorable opinion letter dated August 22, 2001, as the mass submitter of the Prototype Non Standardized Safe Harbor Money Purchase Pension Plan (the "Prototype Plan") which the Plan conforms to, indicating that the form of the Prototype Plan is acceptable under Section 401 of the Internal Revenue Code for use by employers for the benefit of their employees. The Plan has since been amended. However, the Plan Administrator believes that the Plan has continued to be designed and operated in compliance with the applicable requirements of the Internal Revenue Code.

7. Party-in-Interest Transactions

The Plan invests in registered investment companies managed by an affiliate of the Trustee. During the years ended December 31, 2009 and 2008, Vanguard registered investment company transactions included aggregate investment purchases totaling \$1,499,794 and \$1,472,064, respectively, and aggregate investment sales totaling \$282,419 and \$231,020, respectively. The total registered investment company investment value as of December 31, 2009 and 2008 was \$7,347,570 and \$4,772,968, respectively. These transactions are allowable party-in-interest transactions under Section 408(e) and 408(b)(8) of ERISA and the regulations promulgated thereunder.

**Anheuser-Busch Defined Contribution
Retirement Plan
Notes to Financial Statements
December 31, 2009 and 2008**

8. Risks and Uncertainties

Investment securities are exposed to various risks such as significant world events, interest rate, credit and overall market volatility risk. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

9. Subsequent Events

Management has evaluated subsequent events through October 13, 2010, the date which the financial statements were to be issued.

Additional Information

Anheuser-Busch Defined Contribution

Retirement Plan

Schedule of Assets (Held at End of Year)**

December 31, 2009

EIN: 43-0161000 Plan No.: 089

Appendix A

Attachment to Form 5500, Schedule H, Part IV, Line 4i

(a)	(b)	(c)	(d)	(e)
Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	Cost	Current Value	
* Vanguard Target Retirement 2005	Registered Investment Company	\$ 30,827	\$ 28,816	
* Vanguard Target Retirement 2010	Registered Investment Company	167,929	155,538	
* Vanguard Target Retirement 2015	Registered Investment Company	635,082	574,454	
* Vanguard Target Retirement 2020	Registered Investment Company	823,681	743,325	
* Vanguard Target Retirement 2025	Registered Investment Company	1,007,145	889,014	
* Vanguard Target Retirement 2030	Registered Investment Company	1,082,327	949,814	
* Vanguard Target Retirement 2035	Registered Investment Company	1,325,831	1,137,057	
* Vanguard Target Retirement 2040	Registered Investment Company	1,455,386	1,280,535	
* Vanguard Target Retirement 2045	Registered Investment Company	1,172,861	1,052,340	
* Vanguard Target Retirement 2050	Registered Investment Company	474,663	490,777	
* Vanguard Target Retirement Income	Registered Investment Company	43,878	45,900	
		<u>\$ 8,219,610</u>	<u>\$ 7,347,570</u>	

* Investment represents allowable transaction with a party-in-interest.

** Schedule was prepared using information certified as complete and accurate by Vanguard Fiduciary Trust Company.

Anheuser-Busch Defined Contribution

Retirement Plan

Schedule of Reportable Transactions**

Year Ended December 31, 2009

EIN: 43-0161000 Plan No.: 089

Appendix B

Attachment to Form 5500, Schedule H, Part IV, Line 4j

Identity of Issue	Description of Assets (Include Interest Rate and Maturity in Case of Loan)	Purchase Price	Selling Price	Historical Cost of Asset	Current Value of Asset on Transaction Date	Historical Loss
* The Vanguard Group	Vanguard Target Retirement 2040	\$ 252,712	\$ -	\$ -	\$ 252,712	\$ -
* The Vanguard Group	Vanguard Target Retirement 2040	-	58,171	84,037	58,171	(25,866)
* The Vanguard Group	Vanguard Target Retirement 2045	242,271	-	-	242,271	-
* The Vanguard Group	Vanguard Target Retirement 2045	-	50,139	65,344	50,139	(15,205)
* The Vanguard Group	Vanguard Target Retirement 2050	226,560	-	-	226,560	-
* The Vanguard Group	Vanguard Target Retirement 2050	-	33,957	41,801	33,957	(7,844)

* Transactions or a series of transactions in excess of 5% of the current value of the Plan's assets as of the beginning of the Plan year as defined in Section 2520.103-6 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA.

** Schedule was prepared using information certified as complete and accurate by Vanguard Fiduciary Trust Company.

**Anheuser-Busch Defined Contribution
Retirement Plan**

Schedule of Reportable Transactions**

Year Ended December 31, 2009

EIN: 43-0161000 Plan No.: 089

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* The Vanguard Group	Vanguard Target Retirement 2040	-	58,171	84,037	58,171	(25,866)
* The Vanguard Group	Vanguard Target Retirement 2045	242,271	-	-	242,271	-
* The Vanguard Group	Vanguard Target Retirement 2045	-	50,139	65,344	50,139	(15,205)
* The Vanguard Group	Vanguard Target Retirement 2050	226,560	-	-	226,560	-
* The Vanguard Group	Vanguard Target Retirement 2050	-	33,957	41,801	33,957	(7,844)

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** Schedule was prepared using information certified as complete and accurate by Vanguard Fiduciary Trust Company.

Anheuser-Busch Defined Contribution

Retirement Plan

Schedule of Assets (Held at End of Year)**

December 31, 2009

EIN: 43-0161000 Plan No.: 089

Appendix A

Attachment to Form 5500, Schedule H, Part IV, Line 4i

(a)	(b)	(c)	(d)	(e)
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* Vanguard Target Retirement Income	Registered Investment Company	43,878	45,900	
		<u>\$ 8,219,610</u>	<u>\$ 7,347,570</u>	

* Investment represents allowable transaction with a party-in-interest.

** Schedule was prepared using information certified as complete and accurate by Vanguard Fiduciary Trust Company.