ANHEUSER BUSCH COMPANIES INC
Form 10-Q
August 09, 2002

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

Quarterly Report Under Section 13 or 15(d)
of the Securities Exchange Act of 1934

For Quarter Ended June 30, 2002

Commission file number 1-7823

ANHEUSER-BUSCH COMPANIES, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	43-1162835
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
One Busch Place, St. Louis, Missouri	63118
(Address of principal executive offices)	(Zip Code)

314-577-2000
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes [X] No [ ]

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

$1 Par Value Common Stock - 868,579,645 shares as of June 30, 2002

CONSOLIDATED BALANCE SHEET
Anheuser-Busch Companies, Inc., and Subsidiaries (Unaudited)

(In millions)	June 30, 2002	Dec. 31, 2001
Assets		
Current Assets:		
Cash	$ 288.8	$ 162.6
Accounts and notes receivable	883.9	620.9
Inventories:		
Raw materials and supplies	243.4	352.4
Work in progress	88.4	79.8
Finished goods	221.2	159.6
Total inventories	553.0	591.8
Other current assets	181.9	175.1
Total current assets	1,907.6	1,550.4
Investments in affiliated companies	2,836.2	2,855.0
Other assets	1,160.4	1,149.5
Plant and equipment, net	8,354.5	8,390.0
Total Assets	$14,258.7	$13,944.9
Liabilities and Shareholders Equity		
Current Liabilities:		
Accounts payable	$ 929.8	$ 945.0
Accrued salaries, wages and benefits	238.4	255.8
Accrued taxes	335.0	161.1
Other current liabilities	413.5	374.6
Total current liabilities	1,916.7	1,736.5
Postretirement benefits	481.9	482.9
Debt	6,066.5	5,983.9
Deferred income taxes	1,417.2	1,367.2
Other long-term liabilities	315.7	312.9
Shareholder Equity:		
Common stock, $1.00 par value, 1.6 billion shares authorized	1,450.7	1,445.2
Capital in excess of par value	953.2	810.2
Retained earnings	11,985.3	11,258.2
Treasury stock, at cost	(9,783.1)	(8,981.6)
Accumulated other comprehensive loss	(455.1)	(338.3)
ESOP debt guarantee	(90.3)	(132.2)
Total Shareholders Equity	4,060.7	4,061.5
Commitments and Contingencies	--	--
Total Liabilities and Shareholders Equity	$14,258.7	$13,944.9

See accompanying Notes to Consolidated Financial Statements on pages 5 through 13.

CONSOLIDATED STATEMENT OF INCOME AND RETAINED EARNINGS

Anheuser-Busch Companies, Inc., and Subsidiaries (Unaudited)

(In millions, except per share data)	Second Quarter Ended June 30, 2002	Second Quarter Ended June 30, 2001	Six Months Ended June 30, 2002	Six Months Ended June 30, 2001
Gross Sales...............................	$ 4,182.4	$ 3,993.8	$ 7,819.8	$ 7,531.1
Excise Taxes...........................	(556.3)	(541.8)	(1,057.1)	(1,034.9)
Net Sales................................	3,626.1	3,452.0	6,762.7	6,496.2
Cost of Products and Services...........	(2,119.8)	(2,080.6)	(4,034.4)	(4,007.5)
Marketing, Distribution and Administrative Expenses................	(609.6)	(563.7)	(1,126.6)	(1,043.6)
Gain on Sale of Business................	---	---	---	17.8
Operating Income..........................	896.7	807.7	1,601.7	1,462.9
Interest Expense........................	(91.3)	(91.7)	(180.9)	(183.3)
Interest Capitalized....................	4.7	7.4	9.0	14.6
Interest Income.........................	0.5	0.3	0.6	0.5
Other Income/(Expense), Net............	0.6	(0.7)	(0.3)	(4.2)
Income Before Income Taxes................	811.2	723.0	1,430.1	1,290.5
Provision for Income Taxes..............	(322.8)	(272.8)	(582.7)	(500.3)
Equity Income.............................	98.1	73.5	195.2	127.9
Net Income.............................	586.5	523.7	1,042.6	918.1
Retained Earnings, Beginning of Period....	11,556.2	10,410.6	11,258.2	10,164.4
Common Stock Dividends (Per Share: 2nd Quarter, 2002-$.18; 2001-$.165 Six Months, 2002 - $.36; 2001 - $.33)..	(157.4)	(147.2)	(315.5)	(295.4)
Retained Earnings, End of Period.......	$11,985.3	$10,787.1	$11,985.3	$10,787.1
Basic Earnings Per Share..................	$ .67	$ .59	$ 1.19	$ 1.03
Diluted Earnings Per Share................	$ .66	$ .58	$ 1.17	$ 1.01

See accompanying Notes to Consolidated Financial Statements on pages 5 through 13.

CONSOLIDATED STATEMENT OF CASH FLOWS

Anheuser-Busch Companies, Inc., and Subsidiaries (Unaudited)

(In millions)	Six Months ended June 30, 2002	2001
Cash flow from operating activities:		
Net Income	$1,042.6	$ 918.1
Adjustments to reconcile net income to cash provided by operating activities:		
Depreciation and amortization	417.5	409.0
Deferred income taxes	50.0	7.9
Gain on sale of SeaWorld Cleveland	--	(17.8)
Undistributed earnings of affiliated companies	(148.4)	(101.0)
Other, net	89.6	5.3
Operating cash flow before change in working capital	1,451.3	1,221.5
Increase in working capital	(30.0)	(161.7)
Cash provided by operating activities	1,421.3	1,059.8
Cash flow from investing activities:		
Capital expenditures	(392.6)	(578.7)
New business acquisitions	--	(370.4)
Proceeds from sale of SeaWorld Cleveland	--	110.0
Cash used for investing activities	(392.6)	(839.1)
Cash flow from financing activities:		
Increase in long-term debt	554.9	1,106.5
Decrease in long-term debt	(435.7)	(386.6)
Dividends paid to shareholders	(315.5)	(295.4)
Acquisition of treasury stock	(801.5)	(666.2)
Shares issued under stock plans	95.3	32.6
Cash used for financing activities	(902.5)	(209.1)
Net increase in cash during the period	126.2	11.6
Cash beginning of period	162.6	159.9
Cash, end of period	$ 288.8	$ 171.5

See accompanying Notes to Consolidated Financial Statements on pages 5 through 13.

NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

1. Unaudited Financial Statements

The unaudited financial statements have been prepared in accordance with generally accepted accounting principles and applicable SEC guidelines pertaining to quarterly financial information, and include all adjustments necessary for a fair presentation. These statements should be read in combination with the Consolidated Financial Statements and Notes included in the Company's Annual Report to Shareholders for the year ended December 31, 2001.

2. Earnings Per Share

Earnings per share are calculated by dividing net income by weighted average common shares outstanding for the period. The difference between basic and diluted weighted average common shares is due to the dilutive impact of unexercised in-the-money stock options. There were no adjustments to net income for any period shown for purposes of calculating earnings per share. Weighted average common shares outstanding for the second quarter and six months ended June 30, are shown below (millions of shares):

	Second Quarter		Six Mo
	2002	2001	2002
Basic weighted average shares outstanding	872.3	892.4	875.4
Diluted weighted average shares outstanding	885.3	903.3	888.5

3. Comprehensive Income/(Loss) ($ in millions)

Comprehensive income for the second quarter and six months ended June 30, follows (in millions):

Second Quarter

	2002	2001	2002
Net Income	$586.5	$523.7	$1,042.
Foreign currency translation adjustment	(134.0)	81.4	(148.
Deferred hedging gains/(losses)	4.0	(8.3)	31.
Comprehensive income	$456.5	$596.8	$925.

The components of accumulated other comprehensive loss as of June 30, 2002 and December 31, 2001 follow (in millions):

	June 30, 2002
Foreign currency translation adjustment	$(316.5)
Minimum Pension Obligation	(131.6)
Deferred hedging losses	(7.0)
Total accumulated other comprehensive loss	$(455.1)

4. Finished Product Delivery Costs

In the fourth quarter of 2001, the company changed its presentation of pass-through finished product delivery costs reimbursed by customers. These items were previously offset for zero impact within cost of products and services. The company now presents these items separately as sales and cost of products and services. This change has a minor impact on revenue and profit margin growth, and has no impact on gross profit, operating income, net income, earnings per share or cash flow. For comparability, prior period information has been recast to conform to this presentation.

5. U.S. Income Taxes On Equity Investment Dividends

In the first quarter 2002, the company began presenting U.S. income taxes relating to foreign equity investment dividends in the consolidated income tax provision. The company previously presented these taxes in equity income. This change in presentation has no impact on net income, earnings per share or cash flow. For comparability, prior year information has been recast to conform to this presentation.

6. Adoption Of Goodwill Accounting Standard

Effective January 1, 2002, Anheuser-Busch adopted FAS 142, "Goodwill and Other Intangible Assets," and ceased goodwill amortization as of the adoption date, in accordance with the Standard. The company has completed the required transitional goodwill impairment analysis for FAS 142 adoption purposes and found no impaired goodwill.

Following is a summary of goodwill by segment at December 31, 2001 and June 30, 2002:

	Domestic Beer	Int'l Beer	Packaging	Entertainment
Goodwill Balance at December 31, 2001	$158.6	788.1	21.9	28
Recharacterization (1)	$(139.6)	(11.8)	--	
Currency Translation Adjustment	--	$(43.8)	--	
Goodwill Balance at June 30, 2002	$19.0	732.5	21.9	28