ALTRIA GROUP, INC.

Form 4 October 02, 2013

## FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* FARRELL THOMAS F II

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

ALTRIA GROUP, INC. [MO]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Form filed by More than One Reporting

Issuer

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 09/30/2013

X\_ Director 10% Owner Other (specify

Officer (give title below)

6601 WEST BROAD STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person

Filed(Month/Day/Year)

RICHMOND, VA 23230

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Person

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Common Stock

46,201 (1) D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: ALTRIA GROUP, INC. - Form 4

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	Derivative	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		No. 2 Price of Derivative Security (Instr. 5)
				(A) or Disposed of (D) (Instr. 3, 4, and 5)					
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(2)</u>	09/30/2013	A	363 (3)	<u>(4)</u>	<u>(4)</u>	Common Stock	363	\$ 34.40 (5)

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

FARRELL THOMAS F II

6601 WEST BROAD STREET X

RICHMOND, VA 23230

# **Signatures**

Units

W. Hildebrandt Surgner, Jr. for Thomas F. Farrell II

10/02/2013

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* 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) Includes 43,701 deferred shares held in the Stock Compensation Plan for Non-Employee Directors, including an increase of 520 shares acquired through the reinvestment of dividends since June 28, 2013, the date of the last reportable transaction.
- (2) Phantom Stock Units convert to the cash value of the issuer's common stock on a 1-for-1 basis.
- (3) These units were acquired on September 30, 2013 pursuant to the Deferred Fee Plan for Non-Employee Directors.
- (4) The participant will receive distributions of phantom stock units in cash either prior to or following termination of service as a member of the issuer's board of directors, as elected by the participant.
- (5) The average of the high and low price of Altria Group, Inc. common stock on September 30, 2013.
- Share equivalents held in the Deferred Fee Plan for Non-Employee Directors. This total includes the September 30, 2013 acquisition of 60 363 share equivalents under the Deferred Fee Plan for Non-Employee Directors and 224 share equivalents acquired through the reinvestment of dividends since June 28, 2013, the date of the last reportable transaction.

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.

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