## Edgar Filing: Philip Morris International Inc. - Form 4

Philip Morris International Inc. Form 4 August 04, 2009

August 04, 20	109										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549									3235-0287		
Check this if no longe	r							Expires:	January 31, 2005		
subject to Section 16 Form 4 or	subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated a burden hou response	average			
Form 5 obligations may contir <i>See</i> Instruct 1(b).	s Section 17(a)	) of the Pu	ıblic Uti	lity Holdi	ng Comp	-	ge Act of 1934, f 1935 or Sectio 40	n			
(Print or Type Re	esponses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
( <b>T</b> )						ck all applicable)					
. ,	(Mont			Date of Earliest Transaction Ionth/Day/Year) //31/2009			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) NEW YORK, NY 10017			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) (Z	Zip)									
(City)	(State) (Z	ыр)	Table	I - Non-De	rivative So	ecurities Acc	quired, Disposed o	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock							17,375 <u>(1)</u>	D			
Common Stock							12,000	Ι	By Trust		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	(2)	07/31/2009		М	2,457	(3)	<u>(3)</u>	Common Stock	2,457	\$ 47. (4

## Edgar Filing: Philip Morris International Inc. - Form 4

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BROWN HAROLD 120 PARK AVENUE NEW YORK, NY 10017	X					
Signatures						
G. Penn Holsenbeck for Harold Brown	08/04/2009					
<u>**</u> 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) Deferred shares held under the Philip Morris International Inc. 2008 Stock Compensation Plan for Non-Employee Directors.
- (2) Phantom Stock Units convert to common stock on a 1-for-1 basis.
- (3) These units are to be settled in cash pursuant to the Philip Morris International Inc. 2008 Deferred Fee Plan for Non-Employee Directors.
- (4) The average of the high and low price of Philip Morris International Inc. common stock on July 31, 2009.
- (5) Share equivalents held in the Philip Morris International Inc. 2008 Deferred Fee Plan for Non-Employee Directors.

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.