

Edgar Filing: Philip Morris International Inc. - Form FWP

Philip Morris International Inc.  
Form FWP  
November 09, 2011

Filed Pursuant to Rule 433

Registration No. 333-172490

**FINAL TERM SHEET**

**Philip Morris International Inc.**

**Dated November 8, 2011**

**2.900% Notes due 2021**

**4.375% Notes due 2041**

<b>Issuer:</b>	Philip Morris International Inc.
<b>Offering Format:</b>	SEC Registered
<b>Security:</b>	2.900% Notes due November 15, 2021 (the 2021 Notes )
	4.375% Notes due November 15, 2041 (the 2041 Notes )
<b>Aggregate Principal Amount:</b>	2021 Notes: \$750,000,000
	2041 Notes: \$750,000,000
<b>Maturity Date:</b>	2021 Notes: November 15, 2021
	2041 Notes: November 15, 2041
<b>Coupon:</b>	2021 Notes: 2.900%
	2041 Notes: 4.375%
<b>Interest Payment Dates:</b>	2021 Notes: Semi-annually on each May 15 and November 15, commencing May 15, 2012
	2041 Notes: Semi-annually on each May 15 and November 15, commencing May 15, 2012
<b>Price to Public:</b>	2021 Notes: 98.656% of principal amount
	2041 Notes: 97.953% of principal amount

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**Underwriting Discount:**

2021 Notes: 0.450%

2041 Notes: 0.875%

**Net Proceeds:**

2021 Notes: \$736,545,000 (before expenses)

2041 Notes: \$728,085,000 (before expenses)

<b>Benchmark Treasury:</b>	2021 Notes: 2.125% due August 15, 2021
	2041 Notes: 4.375% due May 15, 2041
<b>Benchmark Treasury Price / Yield:</b>	2021 Notes: 100-19 / 2.057%
	2041 Notes: 124-17 / 3.100%
<b>Spread to Benchmark Treasury:</b>	2021 Notes: +100 basis points
	2041 Notes: +140 basis points
<b>Yield:</b>	2021 Notes: 3.057%
	2041 Notes: 4.500%
<b>Settlement Date (T+4):</b>	November 15, 2011
<b>CUSIP/ISIN:</b>	2021 Notes: 718172 AL3 / US718172AL38
	2041 Notes: 718172 AM1 / US718172AM11
<b>Listing:</b>	Application will be made to list the 2021 Notes and the 2041 Notes on the New York Stock Exchange
<b>Joint Book-Running Managers:</b>	Citigroup Global Markets Inc.
	Goldman, Sachs & Co.
	J.P. Morgan Securities LLC
	Barclays Capital Inc.
	HSBC Securities (USA) Inc.

	2021 Notes	2041 Notes
<b>Allocations:</b>		
Citigroup Global Markets Inc.	\$ 150,000,000	\$ 150,000,000
Goldman, Sachs & Co.	\$ 150,000,000	\$ 150,000,000
J.P. Morgan Securities LLC	\$ 150,000,000	\$ 150,000,000
Barclays Capital Inc.	\$ 150,000,000	\$ 150,000,000
HSBC Securities (USA) Inc.	\$ 150,000,000	\$ 150,000,000
<b>Total</b>	<b>\$ 750,000,000</b>	<b>\$ 750,000,000</b>

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you

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the prospectus if you request it by calling Citigroup Global Markets Inc. toll free at 1-877-858-5407, Goldman, Sachs & Co. at 1-866-471-2526, J.P. Morgan Securities LLC collect at 1-212-834-4533, Barclays Capital Inc. toll free at 1-888-603-5847 or HSBC Securities (USA) Inc. toll free at 1-866-811-8049.