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Philip Morris International Inc. Form 4 October 04, 2010

October 04,	2010										
FORM	14		~~~~			~~~	~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~	-	B APPROVAL		
Washington, D.C. 20549)N OMB Number	: 3235-028	37	
Check th if no long subject to Section 1 Form 4 o Form 5	6. Filed pur	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							January 3 200 ed average nours per e 0.		
obligatio may cont <i>See</i> Instru 1(b).	inue. Section 17(· ·		•	U	npany Act ny Act of 1	of 1935 or Sect 940	tion			
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> HELU CARLOS SLIM			Symbol	r Name and		Trading al Inc. [PM	5. Relationship of Reporting Person(s) to Issuer				
			•				(C)	heck all applic	x all applicable)		
(Last) (First) (Middle) 120 PARK AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 09/30/2010				X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street)			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 				
NEW YOR	K, NY 10017						Person	by More than One	e Reporting		
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Securities A	cquired, Disposed	d of, or Benefi	cially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	(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				Code v	7 iniount		9,892 <u>(1)</u>	D			
Common Stock							300,000	I <u>(2)</u>	Inmobillaria Carso		
Reminder: Rep	ort on a separate line	for each cl	ass of secu	rities benef	icially own	ned directly o	or indirectly.				

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 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. Transa Code (Instr.		onof		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivativ Security (Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	(3)	09/30/2010		А		553 (4)		(5)	(5)	Common Stock	553	\$ 56.4 <u>(6)</u>

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Reporting Owners

Reporting Owner Name / Address	Relationships							
I B	Director	10% Owner	Officer	Other				
HELU CARLOS SLIM 120 PARK AVENUE NEW YORK, NY 10017	Х							
Signatures								
G. Penn Holsenbeck for Carlos Slim		10/04/2010)					
**Signature of Reporting Person		Date						
Evaluation of Decanonace								

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).

Includes 9,891 deferred shares held under the Philip Morris International Inc. 2008 Stock Compensation Plan for Non-Employee

(1) Directors, including an increase of 117 shares acquired through the reinvestment of dividends since June 30, 2010, the date of the last reportable transaction.

Inmobillaria Carso owns 100,000 of these shares and the remaining 200,000 shares are owned by a subsidiary of Inmobillaria Carso. The (2) reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

- (3) Phantom Stock Units convert to common stock on a 1-for-1 basis.
- (4) These units were acquired on September 30, 2010, pursuant to the Philip Morris International Inc. 2008 Deferred Fee Plan for Non-Employee Directors.
- (5) These units are to be settled in cash upon the reporting person's termination as a member of the issuer's board of directors.
- (6) The average of the high and low price of Philip Morris International Inc. common stock on September 30, 2010.
- Share equivalents held in the Philip Morris International Inc. 2008 Deferred Fee Plan for Non-Employee Directors. This is an increase of
 (7) 594 shares acquired under the Deferred Fee Plan and through the reinvestment of dividends since June 30, 2010, the date of the last reportable transaction.

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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.