Edgar Filing: ALTRIA GROUP, INC. - Form 4

ALTRIA GRO	OUP, INC.										
Form 4											
July 02, 2013											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check this if no longe									January 31,		
subject to	STATE	EMENT O	Expires:	Estimated average							
Section 16	.	SECURITIES							burden hours per		
Form 4 or									. 0.5		
Form 5 obligation	- ·			• •		•	ge Act of 1934,				
may conti				•	.		f 1935 or Sectio	n			
<i>See</i> Instruct 1(b).	ction	30(h)	of the Inv	estment (Company	Act of 19	40				
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> McQUADE KATHRYN B.			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			ALTRIA GROUP, INC. [MO]				(Check all applicable)				
(Last)	(First)	(Middle) 3. Date of Earliest Transaction					(Check an applicable)				
	(Month/Day/Year)				_X_ Director 10% Owner						
6601 WEST BROAD STREET			06/28/2013				Officer (give title Other (specify below)				
(Street) 4			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Mont	th/Day/Year)			Applicable Line)	On a Danastina D			
RICHMONE	D, VA 23230						_X_ Form filed by M Form filed by M Person				
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any	med on Date, if Day/Year)	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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	Amount	(D) Price	10,571 <u>(1)</u>	D			

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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	(A) (D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	(2)	06/28/2013	А	531 (<u>3)</u>	(4)	(4)	Common Stock	531	\$ 35.3 (5)

Reporting Owners

Reporting Owner Name / Address		Relationsh	nips			
1	Director	10% Owner	Officer	Other		
McQUADE KATHRYN B. 6601 WEST BROAD STREET RICHMOND, VA 23230	Х					
Signatures						
W. Hildebrandt Surgner, Jr. for H McQuade	3.	07/	/02/2013			
<u>**</u> Signature of Reporting Per		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 9,571 deferred shares held in the Stock Compensation Plan for Non-Employee Directors.
- (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 June 28, 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 June 28, 2013.
- (6) Share equivalents held in the Deferred Fee Plan for Non-Employee Directors. This total includes the June 28, 2013 acquisition of 531 share equivalents under the Deferred Fee Plan for Non-Employee Directors since May 16, 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.