Mortensen James Form 4 February 13, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

0.5

burden hours per response...

5. Relationship of Reporting Person(s) to

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

obligations

Check this box

SECURITIES 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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

2. Issuer Name and Ticker or Trading

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

Mortensen James			Symbol					Issuer			
			Philip I	Morris Int	ternationa	al Inc	. [PM]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check an applicable)			
440 5 1 5 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			•	Day/Year)				Director 10% Owner X Officer (give title Other (specify			
120 PARK AVENUE			02/09/2	2012				below) below)			
						Pres, Latin America & Canada					
		endment, D	_	1		6. Individual or Joint/Group Filing(Check					
	Filed(Mo	nth/Day/Yea	ır)			Applicable Line) X Form filed by One Reporting Person					
NEW YOR							Form filed by More than One Reporting Person				
		(7:)						Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction D			3.			quired (A)		6.	7. Nature of	
Security (Month/Day/Year) Execution (Instr. 3) any			n Date, if	Date, if Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially	Ownership Form:	Indirect Beneficial	
,		<u> </u>	Day/Year)	(Instr. 8)	,		,	Owned	Direct (D)	Ownership	
								Following Reported	or Indirect (I)	(Instr. 4)	
						(A)		Transaction(s)	(Instr. 4)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common				_	6,698		\$		_		
Stock	02/09/2012			F	<u>(1)</u>	D	79.415	71,592	D		
							(2)				
Common	02/00/2012				25.700		\$	07 202 (3)	D		
Stock	02/09/2012			A	25,790	A	79.415 (2)	97,382 <u>(3)</u>	D		
							<u> </u>				

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)

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable Date	Date	Title			
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Mortensen James 120 PARK AVENUE NEW YORK, NY 10017

Pres, Latin America & Canada

Signatures

Jerry Whitson for James

Mortensen 02/13/2012

**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) Tax withholding upon vesting of deferred stock units.
- (2) The average of the high and low price of Philip Morris International Inc. common stock on February 9, 2012.
- (3) Includes 37,030 Deferred Shares and 24,700 Restricted Shares.
- (4) Shares held in the Philip Morris International Inc. Deferred Profit-Sharing Plan as of January 31, 2012.

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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