Edgar Filing: Mackay Graham - Form 4

Mackay Graham Form 4 May 11, 2012							
FORM 4 UNITED STATE		OMB APPROVAL					
UNITED STATE.	S SECURITIES AND EXCHANGE (Washington, D.C. 20549	COMMISSION OMB Number: 3235-0287					
Section 16. Form 4 or	F CHANGES IN BENEFICIAL OW SECURITIES	Estimated average burden hours per response 0.5					
Form 5 obligations may continue. See Instruction 1(b). 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 30(h) of the Investment Company Act of 1940							
(Print or Type Responses)							
1. Name and Address of Reporting Person <u>*</u> Mackay Graham	2. Issuer Name and Ticker or Trading Symbol Philip Morris International Inc. [PM]	5. Relationship of Reporting Person(s) to Issuer					
(Last) (First) (Middle)	-	(Check all applicable)					
120 PARK AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 05/09/2012	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(CheckApplicable Line)_X_ Form filed by One Reporting Person					
NEW YORK, NY 10017		Form filed by More than One Reporting Person					
(City) (State) (Zip)	Table I - Non-Derivative Securities Acc	uired, Disposed of, or Beneficially Owned					
(Instr. 3) any	med 3. 4. Securities Acquired on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)	5. Amount of Securities6. Ownership Form: Direct7. Nature of IndirectBeneficially Owned(D) orBeneficialOwnedIndirect (I)OwnershipFollowing Reported(Instr. 4)(Instr. 4)					
Common 05/09/2012 Stock	$\begin{array}{c} (A) \\ or \\ Code V Amount (D) Price \\ A \\ \underline{(1)} \\ (1) \\ A \\ \underline{(1)} \\ 86.31 \end{array}$	Transaction(s) (Instr. 3 and 4) 12,456 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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. onNumber	6. Date Exerce Expiration D		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	Year)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Mackay Graham 120 PARK AVENUE NEW YORK, NY 10017	Х				
Signatures					
Jerry Whitson for Graham Mackay		05/11/2012			
<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) Shares awarded under the Philip Morris International Inc. 2008 Stock Compensation 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.