Li Jennifer Form 4 May 11, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

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

Check this box

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

1(b).

(Print or Type Responses)

05/09/2012

Stock

may continue.

See Instruction

1. Name and Address of Reporting Person * Li Jennifer			er Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
		•	Morris International Inc. [PN	[Check all applicable]			
(Last)	(First) (1	Middle) 3. Date of	of Earliest Transaction				
		(Month/I	Day/Year)	X Director 10% Owner			
120 PARK AVENUE 0.			2012	Officer (give title Other (specify below)			
	(Street)	4. If Am	endment, Date Original	6. Individual or Joint/Group Filing(Check			
		Filed(Mo	onth/Day/Year)	Applicable Line)			
NEW YORI	K, NY 10017			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tab	ole I - Non-Derivative Securities	Acquired, Disposed of, or Beneficially Owned			
1.Title of	2. Transaction Date	e 2A. Deemed	 4. Securities Acquire 	ed 5. Amount of 6. Ownership 7. Nature of			
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D) Securities Form: Direct Indirect			
(Instr. 3)		any	Code (Instr. 3, 4 and 5)	Beneficially (D) or Beneficial			
		(Month/Day/Year)	(Instr. 8)	Owned Indirect (I) Ownership			
				Following (Instr. 4) (Instr. 4)			
			(A)	Reported Transaction(s)			
			or Code V Amount (D) Pri	Transaction(s) (Instr. 3 and 4)			
Common	05/09/2012		Δ 1,854 Δ \$	7 381 D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

A

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

7,381

86.31

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(1)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisal Expiration Date		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Teal)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea e	ar)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Ex Exercisable Da	•	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
Li Jennifer						
120 PARK AVENUE	X					
NEW YORK, NY 10017						

Signatures

Jerry Whitson for Jennifer Li
05/11/2012

**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) Shares awarded under the Philip Morris International Inc. 2008 Stock Compensation Plan for Non-Employee Directors. This includes an increase of 130 shares acquired through the reinvestment of dividends since May 11, 2011, 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.

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