Edgar Filing: Whitson Jerry - Form 4

Whitson Jerry

Whitson Jer Form 4										
February 13									PROVAL	
FORM	UNITED	4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287	
Check the if no lor subject to Section Form 4	nger STATEM to STATEM 16. or	STATEMENT OF CHANGES IN BENEFICIA SECURITIES						Expires: Estimated a burden hou response		
Form 5 obligation may cor <i>See</i> Inst 1(b).	ons Section 17(a	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 . Whitson Je	Address of Reporting I rry	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N		Philip Morris International Inc. [PM] 3. Date of Earliest Transaction				(Check all applicable)			
			(Month/Day/Year) 02/09/2012				Director 10% Owner X Officer (give title Other (specify below) below) Deputy Gen. Counsel&Corp. Secy			
			d(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	RK, NY 10017]	Form filed by Mo Person	ore than One Re	porting	
(City)	(State)	(Zip)	Table I - Non-De	rivative S	Securi	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemee (Month/Day/Year) 2A. Deemee Execution I any (Month/Da		Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8)			D)) 5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V 4	Amount	(A) or (D)	Price \$	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	02/09/2012		A 2	21,200	А	⁽¹⁾ ⁽¹⁾	34,320 <u>(2)</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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addre	ess	Relationships						
	Director	10% Owner	Officer	Other				
Whitson Jerry 120 PARK AVENUE NEW YORK, NY 10017			Deputy Gen. Counsel&Corp. Secy					
Signatures								
Jerry Whitson	02/13/2012							

<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) The average of the high and the low price of Philip Morris International Inc. common stock on February 9, 2012.
- (2) Includes 30,320 Deferred Shares.

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.