Matteo Pellegrini Form 4 February 16, 2010

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

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Matteo Pellegrini		Sy	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
<i>(</i> 1	(F' 1)		nilip Morris Inte		Inc.	[PM]	(Check all applicable)				
(Last)	(First)		Date of Earliest Tr	ansaction							
120 PARK	AVENUE		(Month/Day/Year) 02/11/2010				Director 10% OwnerX Officer (give title Other (specify below) President, Asia Region				
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Fi	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
NEW YOR	K, NY 10017						Person	iore than one rej	porung		
(City)	(State)	(Zip)	Table I - Non-D	erivative S	Securit	ies Acqı	uired, Disposed of	, or Beneficiall	y Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	es Acq	uired	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Da	ate, if Transactio	n(A) or Dis	_	-	Securities	Ownership	Indirect		
(Instr. 3) any		any	Code (Instr. 3, 4 and 5))	Beneficially	Beneficial			
		(Month/Day/	Year) (Instr. 8)				Owned	(D) or	Ownership		
							Following	Indirect (I) (Instr. 4)	(Instr. 4)		
					(A)		Reported Transaction(s)	(Illstr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common	02/11/2010		A	36,290	A	\$ 47.49	161,123 <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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

47.49

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

Edgar Filing: Matteo Pellegrini - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Matteo Pellegrini 120 PARK AVENUE

PARK AVENUE President, Asia Region

NEW YORK, NY 10017

Signatures

G. Penn Holsenbeck for Matteo
Pelligrini
02/16/2010

**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) Includes 105,436 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.

Reporting Owners 2