## Edgar Filing: Johnson Craig A. - Form 4

Johnson Cr Form 4	raig A.											
February 0									0145			
FOR	VI 4 <sub>UNITED</sub>	STATES	SECU	IRITIES	AND EX	ксн	ANGE (	COMMISSION	OMB /	APPROVAL		
ci i		5111125		ashingto				0111111001010	Number:	3235-0287		
Check this box if no longer subject to Section 16.			CHANGES IN BENEFICIAL OWNERSHII SECURITIES						Expires: Estimated burden ho			
1(b).	Filed pu ions ntinue. truction	(a) of the P	ublic 1		olding Co	ompa	ny Act of	e Act of 1934, 1935 or Section 0	response.	•		
(Print or Type	e Responses)											
1. Name and Address of Reporting Person <u>*</u> Johnson Craig A.			Symbol				-	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)				VIA GRO		-	<i>J</i> ]	(Check all applicable)				
. ,	ST BROAD STRE	. ,		/Day/Year)		11		Director X_Officer (give below) Pres&CEO		% Owner her (specify Dist. Co.		
	(Street)		4. If An	nendment,	Date Origin	nal		6. Individual or Jo	int/Group Fil	ling(Check		
RICHMO	ND, VA 23230		Filed(M	Ionth/Day/Y	ear)			Applicable Line) _X_ Form filed by C Form filed by M Person				
(City)	(State)	(Zip)	Та	ble I - Non	-Derivativ	e Seci	urities Acq	uired, Disposed of	, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution I			3. Transactic Code		ies Ac ed of	cquired (A) (D)	· · -	6. 7. Nature of Ownership Indirect Benefic Form: Ownership Direct (D) (Instr. 4) or Indirect (I)			
						(A) or		Transaction(s)	(Instr. 4)			
Common Stock	02/07/2018			Code V F	Amount 7,420 (1)	(D) D	Price \$ 67.24 (2)	(Instr. 3 and 4) 64,809	D			
Common Stock	02/08/2018			S	14,953	D	\$ 66.5909 ( <u>3)</u>	9 49,856 <u>(4)</u>	D			
Common Stock								201,741	Ι	By Family Trust		
Common Stock								30	Ι	By Son (5)		
Common Stock								320	Ι	By Step-Daughter		

### (5)

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.

er

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
1 8	Director	10% Owner	Officer	Other				
Johnson Craig A. 6601 WEST BROAD STREET RICHMOND, VA 23230			Pres&CEO, Altria Grp Dist. Co.					
Signatures								
W. Hildebrandt Surgner, Jr. for Cra Johnson	aig A.		02/09/2018					

## **Explanation of Responses:**

<u>\*\*</u>Signature of Reporting Person

- \* 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 withheld to satisfy taxes on the vesting of Restricted Stock Units.
- (2) The average of the high and low intraday trading price of Altria Group, Inc. common stock on February 7, 2018.

The price reported in Column 4 is a weighted average price of all shares sold on February 8, 2018. The shares were sold in multiple transactions at prices ranging from \$66.59 to \$66.62. The reporting person undertakes to provide to Altria Group, Inc., any security holder

Date

(3) The reporting person undertakes to provide to Anna Group, Inc., any security noteer of Altria Group, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote 1 to this Form 4.

- (4) Includes 49,856 Restricted Stock Units.
- (5) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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.