

Edgar Filing: ALTRIA GROUP INC - Form 4

ALTRIA GROUP INC

Form 4

May 02, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.  
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person  
 John S. Reed  
 120 Park Avenue  
  
 NY, New York 10017
2. Issuer Name and Ticker or Trading Symbol  
 Altria Group, Inc. (MO)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year  
 4/30/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 (X) Director ( ) 10% Owner ( ) Officer (give title below) ( ) Other  
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)  
 (X) Form filed by One Reporting Person  
 ( ) Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock							59038 1

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Con- version Price of Deriva- tive Secu- rity	3. Trans- action Date Year	3A. Deemed Execu- tion Date Year	4. Trans- action Code	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) Amount	6. Date Exer cisable and Expiration Date Date Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit	
Phantom Stock	1-for-1	4/30/ 2		A	293 2	A N/A	Common Stock	293	\$30

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Units		1003										3
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Explanation of Responses:

1. Includes 34,688 shares in a self-directed IRA/Keogh Account and 1,690 restricted deferred share equivalents.
  2. These units were acquired on April 30, 2003 pursuant to the deferred fee program of the Altria 1992 Compensation Plan for Non-Employee Directors.
  3. The average of the high and low price of Altria Group, Inc. Common Stock on April 30, 2003.
  4. This is a decrease of 30 share equivalents since March 31, 2003, the date deferred compensation was last reported to the SEC. The total includes share equivalents acquired, reinvestment of dividends and fluctuations in the value of share equivalents under the deferred fee program of the Altria 1992 Compensation Plan for Non-Employee Directors.
- SIGNATURE OF REPORTING PERSON  
John S. Reed  
G. Penn Holsenbeck for John S. Reed