

ALTRIA GROUP INC
Form 8-K
January 29, 2003

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 29, 2003

ALTRIA GROUP, INC.
(Exact name of registrant as specified in its charter)

Virginia	1-8940	13-3260245
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

120 Park Avenue, New York, New York	10017-5592
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (917) 663-4000

PHILIP MORRIS COMPANIES INC.
(Former name or former address, if changed since last report.)

Item 5. Other Events.

Filed as part of this Current Report on Form 8-K are the consolidated balance sheets of Altria Group, Inc. (formerly known as Philip Morris Companies Inc.) and subsidiaries as of December 31, 2002 and 2001, and the related consolidated statements of earnings, stockholders' equity and cash flows for each of the three years in the period ended December 31, 2002 (the "Financial Statements"), the independent accountants' report thereon and the statement regarding computation of ratios of earnings to fixed charges. The

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Financial Statements, the independent accountants' report and the statement regarding computation of ratios of earnings to fixed charges will be incorporated by reference in the Altria Group, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2002.

Item 7. Financial Statements and Exhibits.

The Financial Statements, together with the independent accountants' report thereon, are included herein.

(c) Exhibits

- 12. Statement regarding computation of ratios of earnings to fixed charges.
- 23. Consent of independent accountants.
- 99. Financial Statements.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALTRIA GROUP, INC.

By: /s/ DINYAR S. DEVITRE

Name: Dinyar S. Devitre
Title: Senior Vice President and
Chief Financial Officer

DATE: January 29, 2003

EXHIBIT INDEX

Exhibit No.

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