

Edgar Filing: JONES THOMAS W - Form 4

JONES THOMAS W
 Form 4
 April 28, 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
 Thomas W. Jones
 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
 4/24/2003
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	4/24/ 2003		A	1690	1	\$32.545	7575 2

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 (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ 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 Expir ation Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
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Explanation of Responses:

1. Restricted deferred stock awarded under the 2000 Compensation Plan for Non-Employee Directors.

2. Includes 65 shares acquired through the reinvestment of dividends and 766 share equivalents held under the 2000 Stock Compensation Plan for Non-Employee Directors, which reflects an increase of 36 share equivalents due to investment fluctuations and the reinvestment of dividends.

SIGNATURE OF REPORTING PERSON

Thomas W. Jones

G. Penn Holsenbeck for Thomas W. Jones