

FERRAGAMO MASSIMO

Form 4

May 11, 2018

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

OMB APPROVAL

OMB  
Number: 3235-0287Expires: January 31,  
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if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FERRAGAMO MASSIMO2. Issuer Name **and** Ticker or Trading  
Symbol  
Philip Morris International Inc. [PM]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

120 PARK AVENUE

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/09/2018☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check  
Applicable Line)

NEW YORK, NY 10017

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	05/09/2018		A	2,138 (1)	\$ 81.88 (2)	4,841 (3)	D

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.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
Phantom Stock Units	(4)	05/09/2018		J V	0 (5)	(6) (6)	Common Stock	0 \$ 0
<div style="display: flex; justify-content: space-between;"> <div> Date Exercisable Expiration Date Title </div> <div> Code V (A) (D) </div> <div> Amount or Number of Shares </div> </div>								

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERRAGAMO MASSIMO 120 PARK AVENUE NEW YORK, NY 10017		X		

## Signatures

Jerry Whitson for Massimo  
Ferragamo 05/11/2018

\_\_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) Deferred shares awarded under the Philip Morris International Inc. 2017 Stock Compensation Plan for Non-Employee Directors.
- (2) The average of the high and low price of Philip Morris International Inc. common stock on May 9, 2018.

Deferred shares held in the Philip Morris International Inc. 2017 Stock Compensation Plan for Non-Employee Directors, including an

- (3) increase of 28 deferred shares acquired through the reinvestment of dividends since March 30, 2018, the date of the last reportable transaction to the SEC.

- (4) Phantom Stock Units convert to common stock on a 1-for-1 basis.

- (5) No share equivalents acquired or disposed.

- (6) These units are to be settled in cash upon the reporting person's termination as a member of the Issuer's Board of Directors.

Share equivalents held in the Philip Morris International Inc. 2008 Deferred Fee Plan for Non-Employee Directors. This includes an

- (7) increase of 14 share equivalents acquired through the reinvestment of dividends since March 30, 2018, the date of the last reportable transaction to the SEC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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