

ALTRIA GROUP, INC.  
Form 8-K  
January 27, 2012

**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 27, 2012

**ALTRIA GROUP, INC.**

(Exact name of registrant as specified in its charter)

Virginia  
(State or other jurisdiction  
of incorporation)

1-08940  
(Commission  
File Number)

13-3260245  
(I.R.S. Employer  
Identification No.)

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**6601 West Broad Street, Richmond, Virginia**  
(Address of principal executive offices)

**23230**  
(Zip Code)

**Registrant's telephone number, including area code: (804) 274-2200**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

Filed as part of this Current Report on Form 8-K are the consolidated balance sheets of Altria Group, Inc. and subsidiaries as of December 31, 2011 and 2010, and the related consolidated statements of earnings, stockholders' equity and cash flows for each of the three years in the period ended December 31, 2011 (the Financial Statements); report of management on internal control over financial reporting; the independent registered public accounting firm's report on the Financial Statements and the effectiveness of internal control over financial reporting; the statement regarding computation of ratios of earnings to fixed charges; the financial statement schedule - valuation and qualifying accounts; and the independent registered public accounting firm's report on the financial statement schedule. The Financial Statements, report of management on internal control over financial reporting, the financial statement schedule - valuation and qualifying accounts and the independent registered public accounting firm's reports will be part of Altria Group, Inc.'s Annual Report on Form 10-K for the year ended December 31, 2011 and included as an exhibit thereto.

**Item 9.01. Financial Statements and Exhibits.**

The Financial Statements, report of management on internal control over financial reporting, financial statement schedule - valuation and qualifying accounts, together with the independent registered public accounting firm's reports thereon, are included herein.

(d) Exhibits

- 12 Statement regarding computation of ratios of earnings to fixed charges
- 23 Consent of independent registered public accounting firm
- 99.1 Financial Statements
- 99.2 Report of management on internal control over financial reporting
- 99.3 Report of independent registered public accounting firm
- 99.4 Financial statement schedule - valuation and qualifying accounts
- 99.5 Report of independent registered public accounting firm - valuation and qualifying accounts

**SIGNATURES**

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/ HOWARD A. WILLARD III  
Name: Howard A. Willard III  
Title: Executive Vice President and Chief Financial  
Officer

DATE: January 27, 2012

**EXHIBIT INDEX**

Exhibit No.	Description
12	Statement regarding computation of ratios of earnings to fixed charges
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