

ALTRIA GROUP, INC.  
Form 8-K  
January 31, 2007

**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 31, 2007**

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

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

|  |                                 |
|--|---------------------------------|
| <b>120 Park Avenue, New York, New York</b><br>(Address of principal executive offices) | <b>10017-5592</b><br>(Zip Code) |
|--|---------------------------------|

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

(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 2.02. Results of Operations and Financial Condition.**

On January 31, 2007, Altria Group, Inc. ("Altria") issued an earnings press release announcing its financial results for the quarter ended December 31, 2006 and the fiscal year ended December 31, 2006. A copy of the earnings press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information in this Current Report shall not be incorporated by reference into any filing or other document pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing or document.

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

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|------|--|
| (d)  | Exhibits   |
| 99.1 | Altria Group, Inc. Earnings Press Release dated January 31, 2007<br>(furnished pursuant to Item 2.02). |

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**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/ G. PENN HOLSENBECK

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Name: G. Penn Holsenbeck  
Title: Vice President, Associate General Counsel and  
Corporate Secretary

Date: January 31, 2007

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**EXHIBIT INDEX**

| <u>Exhibit<br/>No.</u> | <u>Description</u>  |
|------------------------|---|
| 99.1                   | Altria Group, Inc. Earnings Press Release dated January 31, 2007. |