

Philip Morris International Inc.  
Form FWP  
March 15, 2012

Filed Pursuant to Rule 433

Registration No. 333-172490

**FINAL TERM SHEET**

**Philip Morris International Inc.**

**Dated March 14, 2012**

**1.625% Notes due 2017**

**4.500% Notes due 2042**

<b>Issuer:</b>	Philip Morris International Inc.
<b>Offering Format:</b>	SEC Registered
<b>Security:</b>	1.625% Notes due March 20, 2017 (the 2017 Notes ) 4.500% Notes due March 20, 2042 (the 2042 Notes )
<b>Aggregate Principal Amount:</b>	2017 Notes: \$550,000,000 2042 Notes: \$700,000,000
<b>Maturity Date:</b>	2017 Notes: March 20, 2017 2042 Notes: March 20, 2042
<b>Coupon:</b>	2017 Notes: 1.625% 2042 Notes: 4.500%
<b>Interest Payment Dates:</b>	2017 Notes: Semi-annually on each March 20 and September 20, commencing September 20, 2012 2042 Notes: Semi-annually on each March 20 and September 20, commencing September 20, 2012
<b>Price to Public:</b>	2017 Notes: 99.153% of principal amount 2042 Notes: 97.555% of principal amount
<b>Underwriting Discount:</b>	2017 Notes: 0.350% 2042 Notes: 0.875%
<b>Net Proceeds:</b>	2017 Notes: \$543,416,500 (before expenses) 2042 Notes: \$676,760,000 (before expenses)
<b>Benchmark Treasury:</b>	2017 Notes: 0.875% due February 28, 2017

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2042 Notes: 3.125% due November 15, 2041

**Benchmark Treasury Price /Yield:**

2017 Notes: 98-25 3/4 / 1.123%

2042 Notes: 94-15+ / 3.422%

<b>Spread to Benchmark Treasury:</b>	2017 Notes: +68 basis points
	2042 Notes: +123 basis points
<b>Yield to Maturity:</b>	2017 Notes: 1.803%
	2042 Notes: 4.652%
<b>Settlement Date (T+4):</b>	March 20, 2012
<b>CUSIP/ISIN:</b>	2017 Notes: 718172 AN9 / US718172AN93
	2042 Notes: 718172 AP4 / US718172AP42
<b>Listing:</b>	Application will be made to list the 2017 Notes and the 2042 Notes on the New York Stock Exchange
<b>Joint Book-Running Managers:</b>	Barclays Capital Inc.
	Goldman, Sachs & Co.
	J.P. Morgan Securities LLC
	RBS Securities Inc.
<b>Joint Co-Managers:</b>	Banca IMI S.p.A.
	ING Financial Markets LLC
	Santander Investment Securities Inc.

<b>Allocations:</b>	<b>2017 Notes</b>	<b>2042 Notes</b>
Barclays Capital Inc.	\$121,000,000	\$154,000,000
Goldman, Sachs & Co.	\$121,000,000	\$154,000,000
J.P. Morgan Securities LLC	\$121,000,000	\$154,000,000
RBS Securities Inc.	\$121,000,000	\$154,000,000
Banca IMI S.p.A.	\$22,000,000	\$28,000,000
ING Financial Markets LLC	\$22,000,000	\$28,000,000
Santander Investment Securities Inc.	\$22,000,000	\$28,000,000
<b>Total</b>	<b>\$550,000,000</b>	<b>\$700,000,000</b>

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. toll free at 1-888-603-5847, Goldman, Sachs & Co. at 1-866-471-2526, J.P. Morgan Securities LLC collect at 1-212-834-4533 or RBS Securities Inc. toll free at 1-866-884-2071.