

Philip Morris International Inc.  
Form FWP  
August 15, 2012

Filed Pursuant to Rule 433

Registration No. 333-172490

**FINAL TERM SHEET**

**Philip Morris International Inc.**

**Dated August 14, 2012**

1.125% Notes due 2017

2.500% Notes due 2022

3.875% Notes due 2042

**Issuer:** Philip Morris International Inc.

**Offering Format:** SEC Registered

**Security:** 1.125% Notes due August 21, 2017 (the 2017 Notes )  
2.500% Notes due August 22, 2022 (the 2022 Notes )  
3.875% Notes due August 21, 2042 (the 2042 Notes )

**Aggregate Principal Amount:** 2017 Notes: \$750,000,000  
2022 Notes: \$750,000,000  
2042 Notes: \$750,000,000

**Maturity Date:** 2017 Notes: August 21, 2017  
2022 Notes: August 22, 2022  
2042 Notes: August 21, 2042

**Coupon:** 2017 Notes: 1.125%  
2022 Notes: 2.500%  
2042 Notes: 3.875%

**Interest Payment Dates:** 2017 Notes: Semi-annually on each August 21 and February 21,  
commencing February 21, 2013  
2022 Notes: Semi-annually on each August 22 and February 22,  
commencing February 22, 2013  
2042 Notes: Semi-annually on each August 21 and February 21,  
commencing February 21, 2013

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<b>Price to Public:</b>	2017 Notes: 98.925% of principal amount
	2022 Notes: 98.872% of principal amount
	2042 Notes: 97.588% of principal amount
<b>Underwriting Discount:</b>	2017 Notes: 0.350%
	2022 Notes: 0.450%
	2042 Notes: 0.875%
<b>Net Proceeds:</b>	2017 Notes: \$739,312,500 (before expenses)
	2022 Notes: \$738,165,000 (before expenses)
	2042 Notes: \$725,347,500 (before expenses)
<b>Benchmark Treasury:</b>	2017 Notes: 0.500% due July 31, 2017
	2022 Notes: 1.625% due August 15, 2022
	2042 Notes: 3.000% due May 15, 2042
<b>Benchmark Treasury Price/Yield:</b>	2017 Notes: 98-25+ / 0.748%
	2022 Notes: 99-01+ / 1.729%
	2042 Notes: 103-23 / 2.814%
<b>Spread to Benchmark Treasury:</b>	2017 Notes: +60 basis points
	2022 Notes: +90 basis points
	2042 Notes: +120 basis points

**Yield to Maturity:** 2017 Notes: 1.348%  
 2022 Notes: 2.629%  
 2042 Notes: 4.014%

**Settlement Date (T+5):** August 21, 2012

**CUSIP/ISIN:** 2017 Notes: 718172 AS8 / US718172AS80  
 2022 Notes: 718172 AT6 / US718172AT63  
 2042 Notes: 718172 AU3 / US718172AU37

**Listing:** Application will be made to list the 2017 Notes, the 2022 Notes and the 2042 Notes on the New York Stock Exchange

**Joint Book-Running Managers:** Credit Suisse Securities (USA) LLC  
 Deutsche Bank Securities Inc.  
 J.P. Morgan Securities LLC  
 RBS Securities Inc.

<b>Allocations:</b>	<b>2017 Notes</b>	<b>2022 Notes</b>	<b>2042 Notes</b>
Credit Suisse Securities (USA) LLC	\$187,500,000	\$187,500,000	\$187,500,000
Deutsche Bank Securities Inc.	\$187,500,000	\$187,500,000	\$187,500,000
J.P. Morgan Securities LLC	\$187,500,000	\$187,500,000	\$187,500,000
RBS Securities Inc.	\$187,500,000	\$187,500,000	\$187,500,000
<b>Total</b>	<b>\$750,000,000</b>	<b>\$750,000,000</b>	<b>\$750,000,000</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 Credit Suisse Securities (USA) LLC toll free at 1-800-221-1037, Deutsche Bank Securities Inc. toll free at 1-800-503-4611, J.P. Morgan Securities LLC collect at 1-212-834-4533 or RBS Securities Inc. toll free at 1-866-884-2071.**