ALTRIA GROUP, INC.
Form 8-K/A
August 30, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 19, 2011

ALTRIA GROUP, INC.

(Exact name of registrant as specified in its charter)

Virginia	**1-8940**	**13-3260245**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(I.R.S. Employer Identification No.)**

6601 West Broad Street, Richmond, Virginia	**23230**
(Address of principal executive offices)	**(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 5.07. Submission of Matters to a Vote of Security Holders.

(d) On May 19, 2011, Altria Group, Inc. (the Company) held its Annual Meeting of Shareholders (Annual Meeting). At the Annual Meeting, shareholders, among other actions, conducted an advisory vote on the frequency of future advisory votes on the compensation of the Company s named executive officers. As reported in the Company s Current Report on Form 8-K, filed on May 19, 2011, a majority of the votes cast on this proposal were cast in favor of holding such an advisory vote annually. After considering the outcome of this advisory vote, the Board of Directors of the Company, upon a recommendation of the Compensation Committee, determined at a meeting held on August 26, 2011, that future advisory votes on the compensation of the Company s named executive officers will occur annually.

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/ W. HILDEBRANDT SURGNER, JR.
Name: W. Hildebrandt Surgner, Jr.
Title: Corporate Secretary and
Senior Assistant General Counsel

DATE: August 30, 2011