

Section 1: 8-K (FORM 8-K)

**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): **March 19, 2020**

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.)

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

Richmond, Virginia

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols	Name of each exchange on which registered
Common Stock, \$0.33 1/3 par value	MO	New York Stock Exchange
1.000% Notes due 2023	MO23A	New York Stock Exchange
1.700% Notes due 2025	MO25	New York Stock Exchange

2.200% Notes due 2027

MO27

New York Stock Exchange

3.125% Notes due 2031

MO31

New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 19, 2020, Altria Group, Inc. (the “Company”) announced to its employees that Howard A. Willard III, the Company’s Chairman and Chief Executive Officer, has contracted the COVID-19 virus and is taking a temporary medical leave of absence. In connection with Mr. Willard’s leave of absence, on March 19, 2020, the Company’s Board of Directors determined that William F. Gifford, Jr., the Company’s Vice Chairman and Chief Financial Officer, will assume Mr. Willard’s authority and responsibilities until he returns from his leave of absence.

Mr. Gifford, age 49, has served as the Company’s Vice Chairman and Chief Financial Officer since May 17, 2018 and has been continuously employed by the Company or its subsidiaries in various positions since 1994.

Item 7.01 Regulation FD Disclosure.

A copy of the Company’s letter to its employees announcing the matters disclosed in Item 5.02 is attached as Exhibit 99.1 and incorporated by reference in this Current Report on Form 8-K.

On March 19, 2020, the Company issued a press release announcing suspension of operations at certain of its manufacturing facilities for an anticipated two week period as a result of two additional employees contracting the COVID-19 virus. A copy of the Company’s press release is attached as Exhibit 99.2 and incorporated by reference in this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in Item 7.01 of this Current Report on Form 8-K, including Exhibits 99.1 and 99.2, 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 Item 7.01 of this Current Report on Form 8-K 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.

(d) Exhibits

99.1 [Altria Group, Inc. Employee Letter, dated March 19, 2020 \(furnished under Item 7.01\)](#)

99.2 [Altria Group, Inc. Press Release, dated March 19, 2020 \(furnished under Item 7.01\)](#)

104 The cover page from this Current Report on Form 8-K, formatted in Inline XBRL (included as Exhibit 101)

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: Vice President, Corporate Secretary and
Associate General Counsel

DATE: March 19, 2020

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Section 2: EX-99.1 (EMPLOYEE LETTER)

Exhibit 99.1



To: All Salaried & Hourly Employees
From: Murray Garnick
Date: March 19, 2020
Subject: Important News about Howard

Dear Employees,

I'm sorry to inform you that today Howard was diagnosed as positive for COVID-19. Howard has been out of the office for several days, and we have notified those who were in close contact with Howard and asked them to self-quarantine for 14 days.

To ensure that the company is fully functioning at this critical time and to focus on his health, Howard has decided to take a temporary medical leave of absence. We fully briefed the Board of Directors this afternoon, and the directors decided that, in light of the circumstances, Billy will assume all the duties of CEO (in addition to his duties as CFO) until Howard is back on his feet. The Board respects Howard's need to focus on recovery and expressed confidence that Billy will effectively lead the company through this challenging time.

As you know, Billy has worked alongside Howard for many years. As Vice Chairman and CFO, he knows our business inside and out. With the help of our strong and experienced Leadership Team, Billy will continue to perform the duties of his role while assuming Howard's CEO responsibilities until Howard returns.

I know you will join me in wishing Howard and his family well.

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Section 3: EX-99.2 (ALTRIA GROUP, INC. PRESS RELEASE, DATED MARCH 19, 2020)

Exhibit 99.2



Altria Announces Temporary Suspension of Operations at the Richmond Manufacturing Center

Philip Morris USA believes it has sufficient finished goods inventory for an extended period

Richmond, Va (March 19, 2020) - Altria Group, Inc. ("Altria") (NYSE:MO) announced today that it is temporarily suspending operations at PM USA's Manufacturing Center in Richmond, Virginia, out of an abundance of caution after learning last night that a second PM USA employee tested positive for COVID-19. The company expects the Manufacturing Center to suspend operations for the next two weeks, though PM USA will continue to monitor the evolving situation.

PM USA has actively implemented business continuity plans and believes it has sufficient finished goods cigarette inventory for approximately 2 months based on current estimated shipping volume, in addition to current wholesale and retail inventories. Separately, some Middleton domestic operations will also be suspended for two weeks due to COVID-19 related supply chain constraints. Middleton believes it has sufficient finished goods cigar inventory for approximately 3 months based on current estimated shipping volume, in addition to current wholesale and retail inventories.

"We are committed to protecting the safety and well-being of our employees, contractors, their families and the communities where we operate," said Billy Gifford, Altria's Vice Chairman and Chief Financial Officer. "We take the threat of COVID-19 seriously and have been actively implementing plans to minimize business disruptions and their potential impact to our employees, consumers and customers."

During this temporary two-week suspension of plant operations, PM USA and Middleton will pay employees their regular base wages. PM USA and Middleton will evaluate providing additional pay continuation beyond that timeframe as needed.

Altria continues to follow updates from public health authorities and implementing CDC-recommended precautions including travel restrictions, remote working, and social distancing.

Altria's Profile

Altria's wholly owned subsidiaries include Philip Morris USA Inc. (PM USA), U.S. Smokeless Tobacco Company LLC (USSTC), John Middleton Co. (Middleton), Sherman Group Holdings, LLC and its subsidiaries (Nat Sherman), Ste. Michelle Wine Estates Ltd. (Ste. Michelle) and Philip Morris Capital Corporation (PMCC). Altria owns an 80% interest in Helix Innovations LLC (Helix). Altria holds equity investments in Anheuser-Busch InBev SA/NV (ABI), JUUL Labs, Inc. (JUUL) and Cronos Group Inc. (Cronos).

The brand portfolios of Altria's tobacco operating companies include *Marlboro*®, *Black & Mild*®, *Copenhagen*®, *Skoal*® and *on!*®. Ste. Michelle produces and markets premium wines sold under various labels, including *Chateau Ste. Michelle*®, *14 Hands*® and *Stag's Leap Wine Cellars*™, and it imports and markets *Antinori*®, *Champagne Nicolas Feuillatte*™ and *Villa Maria Estate*™ products in the United States. Trademarks and service marks related to Altria referenced in this release are the property of Altria or its subsidiaries or are used with permission.

More information about Altria is available at altria.com and on the Altria Investor app, or follow Altria on Twitter, Facebook and LinkedIn.

Forward-Looking and Cautionary Statements

This release contains projections of future results and other forward-looking statements that involve a number of risks and uncertainties and are made pursuant to the Safe Harbor Provisions of the Private Securities Litigation Reform Act of 1995.

Important factors that may cause actual results and outcomes to differ materially from those contained in the projections and forward-looking statements included in this release are described in Altria's publicly filed reports, including its Annual Report on Form 10-K for the year ended December 31, 2019. These factors include the risks that PM USA and Middleton may not be able to reopen their manufacturing facilities in the expected timeframe and may not have sufficient finished goods inventory to last during an extended suspension.

Contact:

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