

Edgar Filing: ALTRIA GROUP INC - Form 4

Units		003									2

Explanation of Responses:

1. These units were acquired on February 28, 2003 pursuant to the deferred fee program of the Altria 1992 Compensation Plan for Non-Employee Directors.

2. The average of the high and low price of Altria Group, Inc. Common Stock on February 28, 2003.

3. This is a decrease of 513 share equivalents since January 31, 2003. The total includes share equivalents acquired and fluctuations in the calculation of values of share equivalents under the deferred fee program of the Altria 1992 Compensation Plan for Non-Employee Directors.

SIGNATURE OF REPORTING PERSON

Harold Brown

G. Penn Holsenbeck for Harold Brown