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ALTRIA GROUP INC Form 8-K January 26, 2005

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): January 26, 2005

 $\label{eq:altria} {\tt ALTRIA\ GROUP,\ INC.}$ (Exact name of registrant as specified in its charter)

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

120 Park Avenue, New York, New York 10017-5592

(Zip Code)

(Address of principal executive offices)

Exchange Act (17 CFR 240.13e-4(c))

Registrant's telephone number, including area code: (917) 663-4000

(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

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Item 2.02. Results of Operations and Financial Condition.

On January 26, 2005, Altria Group, Inc. issued an earnings press release announcing its financial results for the quarter ended December 31, 2004 and the fiscal year ended December 31, 2004. A copy of the earnings press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, 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 Current Report 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.
 - (c) Exhibits
 - 99.1 Altria Group, Inc. Earnings Press Release dated January 26, 2005 (furnished pursuant to Item 2.02).

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/ G. Penn Holsenbeck

Name: G. Penn Holsenbeck

Title: Vice President, Associate General
Counsel and Corporate Secretary

DATE: January 26, 2005

EXHIBIT INDEX

Exhibit No. Description

99.1 Altria Group, Inc. Earnings Press Release dated January 26, 2005.