



Altria

Altria Sales & Distribution

6601 West Broad Street, Richmond, VA 23230

Date: March 15, 2010

Subject: **Philip Morris USA Packaging Conversion Schedule**

Dear Valued Direct Customer:

On behalf of Philip Morris USA ("PM USA"), Altria Sales & Distribution ("ALS&D") announced packaging updates on many PM USA cigarette and smokeless brands on February 9, 2010. To support the transition to the new PM USA packaging, today we are providing additional information on the packaging conversion schedule.

PM USA products featuring revised packaging are estimated to begin delivering to wholesale in late March 2010.

Highlights of the PM USA packaging updates are as follows:

- Even though the packaging is changing on many PM USA brands, the product remains the same.
- The Tobacco Control Act does not include a specific time limit for wholesalers to sell their stock of product with the current packaging to retailers or for retailers to sell to adult consumers.
- Pack, carton, and case UPC codes will remain unchanged.
- Packaging changes will not occur on all packings.

Packaging Conversion Schedule

A packaging conversion schedule is provided on page 2 of this communication. This schedule provides the estimated month that product featuring updated packaging will begin shipping to Direct Customers. This information is provided as a tool to assist you in preparing your transition plan. Actual shipment dates may vary dramatically due to product sell-through, geography and order dates. As the updated packaging begins shipping, your customer invoice will reflect the new pack identifiers.

Transition Plan

To support the transition to the new PM USA packaging, please keep in mind that your transition plan should include the following:

- Inform your customers of your plans to update order guides and invoices
- Update your inventory management system
- Update your order guides and distribute to your retail accounts
- Educate wholesale personnel
- Consider other areas of impact

Product Rotation

You should continue to sell-through your existing inventory of PM USA brands affected by the packaging updates. First-in, first-out rotation of existing inventory will help facilitate the transition to the updated packaging. As a reminder, the Tobacco Control Act does not include a specific time limit for wholesalers to sell their stock of product with the current packaging to retailers or for retailers to sell to adult consumers.

Thank you for your continued support.

Altria Sales and Distribution

Servicing: Philip Morris USA ■ U.S. Smokeless Tobacco Company ■ John Middleton

PM USA Packaging Conversion Schedule
(as of March 15, 2010)

Estimated Ship Dates subject to change

Estimated Ship Date: March – April 2010

Basic Blue Pack 100's Box	Virginia Slims 120's Silver Pack Box
Basic Menthol Gold Pack 100's Box	Virginia Slims Menthol Box
Basic Menthol Silver Pack 100's Box	Virginia Slims Menthol Soft Pack
Benson & Hedges 100's Box	Virginia Slims Menthol Gold Pack Box
Benson & Hedges 100's DeLuxe Box	Virginia Slims Menthol Silver Pack Box
Benson & Hedges 100's DeLuxe Menthol Box	Virginia Slims Silver Pack Box
Benson & Hedges 100's Luxury Menthol Box	Virginia Slims Superslims Gold Pack Box
Benson & Hedges 100's Menthol Soft Pack	Virginia Slims Superslims Menthol Gold Pack Box
Benson & Hedges 100's Menthol Box	Marlboro 72's Box
Benson & Hedges King Size Box	Marlboro 72's Blue Pack Box
Benson & Hedges Multifilter Soft Pack	Marlboro 72's Gold Pack Box
L&M Box	Marlboro 72's Green Pack Box
L&M 100's Box	Marlboro 72's Silver Pack Box
L&M Blue Pack Box	Marlboro Menthol Blue Pack Box
L&M Blue Pack 100's Box	Marlboro Menthol Blue Pack 100's Box
Lark White Pack Soft Pack	Marlboro Menthol Gold Pack 100's Box
Lark White Pack 100's Soft Pack	Marlboro Menthol Silver Pack Box
Players Menthol Kings Box	Marlboro Menthol Silver Pack 100's Box
Merit Blue Pack Box	Marlboro Snus Amber
Merit Menthol Gold Pack Soft Pack	

Estimated Ship Date: May 2010

Basic 100's Box	Marlboro Gold Pack 100's Box
Basic 100's Soft Pack	Marlboro Gold Pack 100's Soft Pack
Basic Blue Pack Box	Marlboro Gold Pack 25's Box
Basic Blue Pack Soft Pack	Marlboro Gold Pack Box
Basic Box	Marlboro Gold Pack Soft Pack
Basic Gold Pack 100's Box	Marlboro Menthol Gold Pack 100's Soft Pack
Basic Gold Pack Box	Marlboro Menthol Gold Pack Box
Basic Menthol Gold Pack 100's Soft Pack	Marlboro Menthol Gold Pack Soft Pack
Basic Menthol Gold Pack Box	Marlboro Red Label 100's Box
Basic Menthol Silver Pack Box	Marlboro Red Label Box
Basic Soft Pack	Marlboro Silver Pack 100's Box
Benson & Hedges 100's Luxury Box	Marlboro Silver Pack Box
Benson & Hedges 100's Luxury Menthol Soft Pack	Marlboro Snus Peppermint
Benson & Hedges 100's Luxury Soft Pack	Marlboro Snus Rich
Benson & Hedges 100's Soft Pack	Marlboro Snus Spearmint
Lark Red Pack Soft Pack	Merit Blue Pack 100's Box
Parliament (Blue Pack) Box	Merit Blue Pack 100's Soft Pack
Parliament (White Pack) 100's Box	Merit Blue Pack Soft Pack
Parliament (White Pack) 100's Soft Pack	Merit Bronze Pack 100's Box
Parliament (White Pack) Box	Merit Bronze Pack 100's Soft Pack
Parliament Menthol (Green Pack) Box	Merit Bronze Pack Box
Parliament Menthol (White Pack) 100's Box	Merit Bronze Pack Soft Pack
Parliament Menthol (White Pack) Box	Merit Gold Pack 100's Soft Pack
Parliament Menthol Silver Pack Box	Merit Gold Pack Box
Parliament Silver Pack Box	Merit Menthol Silver Pack 100's Soft Pack
Virginia Slims 120's Gold Pack Box	Merit Menthol Silver Pack Soft Pack
Virginia Slims 120's Menthol Gold Pack Box	Cambridge Blue Pack 100's Soft Pack
Virginia Slims 120's Menthol Silver Pack Box	Cambridge Gold Pack 100's Soft Pack
Virginia Slims Gold Pack Box	Cambridge Gold Pack Kings Soft Pack

Estimated Ship Date: June – July 2010

Basic Blue Pack 100's Soft Pack	Marlboro Gold Pack 25's Box
Basic Gold Pack 100's Soft Pack	Marlboro Red Label 100's Soft Pack
Basic Gold Pack Soft Pack	Marlboro Red Label Soft Pack
Basic Menthol Gold Pack Soft Pack	Merit Gold Pack Soft Pack
Chesterfield Red Pack Box	Merit Menthol Gold Pack 100's Soft Pack
Dave's Blue Pack Box	Parliament (White Pack) Soft Pack
English Ovals Selected Blend King Size Box	Cambridge 100's Soft Pack
Lark Red Pack 100's Soft Pack	Cambridge Menthol 100's Soft Pack