

Edgar Filing: FISHBURN J DUDLEY - Form 4

Explanation of Responses:

1. Includes 373 shares held in the Altria Dividend Reinvestment Plan, including 157 shares acquired since June 2001.
2. Deferred stock units awarded under the United Kingdom Sub Plan of the 2000 Compensation Plan for Non-Employee Directors.

SIGNATURE OF REPORTING PERSON

J. Dudley Fishburn

G. Penn Holsenbeck for J. Dudley Fishburn