

---

---

**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 29, 2018**

---

**Philip Morris International Inc.**  
(Exact name of registrant as specified in its charter)

---

**Virginia**  
(State or other jurisdiction  
of incorporation)

**1-33708**  
(Commission File Number)

**13-3435103**  
(I.R.S. Employer  
Identification No.)

**120 Park Avenue, New York, New York**  
(Address of principal executive offices)

**10017-5592**  
(Zip Code)

**Registrant's telephone number, including area code: (917) 663-2000**  
(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))

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

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 1.01. Entry into a Material Definitive Agreement.**

On January 29, 2018, Philip Morris International Inc. (“PMI”) entered into an agreement, effective February 6, 2018, to extend the term of its existing \$2.0 billion revolving credit facility, dated as of February 12, 2013 (as amended or modified from time to time, the “Credit Agreement”), with each lender named therein and Citibank Europe PLC, UK Branch (legal successor to Citibank International Limited), as administrative agent (the “Extension Agreement”). The Extension Agreement extends the expiration date of the Credit Agreement from February 6, 2018 to February 5, 2019 pursuant to Section 2.19 of the Credit Agreement. All other material terms and conditions of the Credit Agreement remain in full force and effect.

Some of the lenders under the Credit Agreement and their respective affiliates have, from time to time, performed, and may in the future perform, various financial advisory, commercial and investment banking services for PMI, for which they received or will receive customary fees and expenses. Certain affiliates of the lenders under the Credit Agreement are underwriters of certain of PMI’s note issuances. PMI and some of its subsidiaries may enter into foreign exchange and other derivative arrangements with certain of the lenders under the Credit Agreement and their respective affiliates. In addition, certain of the lenders under the Credit Agreement and their respective affiliates act as dealers in connection with PMI’s commercial paper programs.

The description above of the Extension Agreement is a summary and is qualified in its entirety by reference to the full text of the Extension Agreement, which is filed as Exhibit 10.1 to this report and incorporated herein by reference. The Credit Agreement was previously filed as Exhibit 10.1 to PMI’s Current Report on Form 8-K (File No. 1-33708) filed with the Securities and Exchange Commission on February 15, 2013.

**Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information set forth above under Item 1.01 is hereby incorporated by reference into this Item 2.03.

---

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
10.1	<a href="#"><u>Extension Agreement, effective February 6, 2018, among PMI, each lender named therein and Citibank Europe PLC, UK Branch (legal successor to Citibank International Limited), as administrative agent</u></a>



## EXTENSION AGREEMENT

Citibank Europe PLC, UK Branch, as Administrative Agent  
for the Lenders party to the Credit Agreement  
referred to below

Ladies and Gentlemen:

Each of the undersigned Lenders (each such Lender, an "Extending Lender") hereby agrees to extend, effective 6 February 2018, its Commitment and the Maturity Date under the Credit Agreement, dated as of 12 February 2013 (as amended or modified from time to time, the "Credit Agreement," the terms defined therein being used herein as therein defined), among Philip Morris International Inc. ("PMI"), the Lenders party thereto and Citibank Europe PLC, UK Branch (legal successor to Citibank International Limited), as Administrative Agent, for an additional 364-day period to 5 February 2019 pursuant to Section 2.19 of the Credit Agreement.

Effective 6 February 2018, and subject to the addition of one or more Assuming Lenders prior to the Maturity Date, Schedule 4 Revolving Credit Commitments is hereby deleted in its entirety and is replaced with Schedule 4 Revolving Credit Commitments attached hereto; provided that total aggregate Revolving Credit Commitments shall in no event exceed \$2,000,000,000.

Except as expressly provided hereby, all of the terms and provisions of the Credit Agreement are and shall remain in full force and effect and are hereby ratified and confirmed.

This Extension Agreement shall be governed by, and construed in accordance with, the laws of the State of New York. This Extension Agreement may be signed in any number of counterparts, each of which when executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

[Signature pages omitted]