FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

						_		. ,														
1. Name and Address of Reporting Person*						2. Issuer Name <b>and</b> Ticker or Trading Symbol KRAFT FOODS INC [ KFT ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
ROSENFELD IRENE B					1	KICH I TOODS HIC [ KFI ]										Direc	ctor		10% C	wner		
																X	Office	er (give title v)		Other below)	(specify	
(Last) (First) (Middle)							3. Date of Earliest Transaction (Month/Day/Year) 06/12/2001									(	Prour	,			orica	
C/O KRAFT FOODS					06/										GroupVP,Kraft Foods No.America							
THREE LAKES DR																						
ITIKEE	LAKES	DK				1	A 16 Assess descent Date of Original Filed (Marsh/D. C.)															
							4. If Amendment, Date of Original Filed (Month/Day/Year) 06/12/2001									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)						100/	12/2	.001								X Form filed by One Reporting Person						
NORTH	TELD	IL	6	0093												Λ		•		•		
						.										Form filed by More than One Reporting Person						
																	reis	UII				
(City)		(Stat	e) (2	Zip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
1. Title of S	Security (I	nstr.	3)		2. Trans	action	ction 2A. Deemed 3. 4. Securities A							cquired	or 5. Amount of			6. Ownership		7. Nature		
Date (Month/D					Day/Ye	execution Date, if any (Month/Day/Year)			Transaction Disposed Of (D) (Instr. 3, 2)			3, 4 a	Benef		ficially (D		orm: Direct D) or Indirect	of Indirect Beneficial				
									8)						Owned Following ( Reported		(I) (Ir	(I) (Instr. 4)	Ownership (Instr. 4)			
										Code	l <sub>v</sub>	Amount		(A) or	Price	.  -	Transaction(s) (Instr. 3 and 4)				,	
											_		(D) Pr			(Instr.		. 3 and 4)				
Class A Common Stock 06/12/						2/2001	L			P		8,000 <sup>(1)</sup> A		\$3	31	8,000(1)			D			
			Ta	hla II - F	Arivat	iva S	١١٩	ritias	Acaui	red Di	ieno	sed of,	or B	anafi	ciall	v 0w	nad					
			Ia									onvertib				y Ovv	iicu					
1. Title of 2. 3. Transaction 3A. Deemed							4. 5. Number				6. Date Exercisable and 7. Title and					8. Pric	co of	9. Number o	yf 1	10.	11. Nature	
Derivative	Conversi	ion   I	Date  Month/Day/Year	Execution		Transa		n of		Expiration Date			Amount of			Derivative		derivative		Ownership	of Indirect	
Security (Instr. 3)	if any	v/Vear)	Code (Insti		tr. Derivative Securities Acquired		(Month/Day/Year) Securities Underlying Derivative						rity	Securities Beneficially		Form: Direct (D)	Beneficial Ownership					
(Instr. 3) Price of (Month/Day/Year) Derivative				iyi icai)						0)			(Instr. 5		Owned		or Indirect	(Instr. 4)				
	Security								(A) or					Security (Instr. 3		·		Following		(I) (Instr. 4)		
								Disposed of (D)		a			and 4	4)				Reported Transaction(s)		. I		
							1		(Instr. 3, 4 and 5)									(Instr. 4)		[		
					Ĺ				)													
															ount							
											or Nun	nber										
Date								Expiration of														
	I	- 1			- 1	Code	l٧	l (A)	l (D)	Exercisal	ble 🛭	Date	Title	Sha	res	I					I	

## **Explanation of Responses:**

1. In Table I - Boxes 4 and 5 of the Form 4 dated June 2001, the amount was erroneously reported as 8,006 shares of Class A Common Stock. The amount reported in Table I -Boxes 4 and 5 should have been 8,000 shares.

/s/ Calvin J. Collier, by power of attorney

07/31/2003

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.