Kraft Foods

CAGE Conference

March 9, 2010



Forward-looking statements

This slide presentation contains a number of forward-looking statements. Words such as "expects," "goals," "plans," "believes," "continues," "may," "will," and variations of such words, and similar expressions, are intended to identify forward-looking statements. In addition, this presentation contains forward-looking statements, including but not limited to statements regarding our beliefs that we are returning to long-term, sustainable growth; our targets for organic revenue growth, manufacturing, overhead leverage, cash flow leverage and tax rate, and long-term EPS growth of 7%-9%; we are exiting our turnaround with strong operating momentum; improved brand equity enabled management of input cost was the necessary step to restoring our profit margins; more of our productivity can now drop to the bottom line; we are improving volume/mix despite significant headwinds; weakening consumption trends around the world; discontinuing less profitable product lines; we are walking away from unprofitable volume; we are growing margins while reinvesting in future growth; we are driving progress in every geographic region: North America, Europe and developing markets; our 5-10-10 focus continues to pay off; we are delivering high guality earnings growth; operating gains are fueling EPS growth; we are generating strong free cash flow; our turnaround strategies of rewiring for growth, reframing categories, exploiting sales capabilities and balancing cost and quality are now delivering sustainable, profitable growth; the flywheel is now turning; we are setting growth objectives off a solid base, managing input costs by maintaining strong brand equities, focusing and prioritizing investments to drive volume/mix gains, leveraging scale while driving down overhead costs, and reinvesting a portion of the upside to drive future growth; our belief that base business has not reached its full potential; we are focused on driving further improvement in volume/mix; we are executing significant productivity and overhead programs; the time is right to further accelerate our transformation; we have prepared our organization to execute with excellence; we are pursuing growth from a position of strength; we are leveraging strong financial momentum; Kraft Foods and Cadbury are a global powerhouse; the new Kraft Foods will drive strong organic growth and margins; confectionery and snacks will now make up the majority of our portfolio; Kraft Foods' and Cadbury's highly complementary footprint will grow our brands in key developing markets; we will benefit from complementary strengths in sales and distribution; we will leverage our position as the global sweet snacks leader; we can drive top-tier organic revenue growth going forward; our long-term revenue growth targets; on the cost side, we will access the benefits of our significant global scale; greater scale should lead to meaningful cost savings; we have a strong start from completing existing Kraft Foods and Cadbury programs; we are targeting at least \$675 million of additional, annual pre-tax cost savings; the potential sources of savings identified thus far; we expect to achieve run-rate savings by the end of 2012; the total one-off implementation costs are estimated at \$1.3 billion; a strong pipeline of cost savings initiatives target accelerated margin expansion; we are driving productivity savings through greater scale; we are leveraging overhead costs to further expand margins; we are funding higher A&C as a percent of net revenue, increased investments in Sales and R&D; our long-term target of operating income margin; we are well positioned for sustainable, profitable, top-tier growth; we are driving high quality organic revenue growth, we are executing strong pipeline of cost-savings initiatives and we are increasing investment in Sales, R&D and A&C; our targets for organic revenue growth, profit margins, and EPS arowth; we are targeting ongoing debt-to-EBITDA ratio of ~3 times within 18-24 months; our bridge facility to be refinanced through cash generation, and sale of pizza business; our early thoughts on integration; it is still early in the integration process, so we are verifying our initial assumptions regarding synergies and evaluating Cadbury's existing operating plans and financial statements; we expect to issue 2010 earnings guidance and our 2011 outlook at the time of O1 2010 results in May; our summary of the financial highlights of the presentation for modeling considerations; the combination of Kraft Foods and Cadbury promises to deliver substantial value for Kraft Foods shareholders and creates a top-tier performer in the global food industry, with long-term targets of organic revenue growth of 5%+ and long-term EPS growth of 9%-11%; and near-term targets of approximately \$0.05 accretive to EPS in 2011 and mid-term IRR. These forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond our control, that could cause our actual results to differ materially from those indicated in any such forward-looking statements. Such factors, include, but are not limited to, continued volatility of input costs, pricing actions, increased competition, our ability to differentiate our products from retailer brands, unanticipated expenses in connection with litigation, settlement of legal disputes, regulatory investigations or enforcement actions, our indebtedness and ability to pay our indebtedness, the shift in consumer preference to lower priced products, risks from operating outside the U.S., tax law changes, failure to realize the expected benefits of the combination, significant transaction costs and/or unknown liabilities and general economic and business conditions that affect the combined companies following the combination. For additional information on these and other factors that could affect our forwardlooking statements, see the risk factors, as they may be amended from time to time, set forth in our filings with the SEC, including our registration statement on Form S-4, as amended from time to time, filed in connection with the offer, our most recently filed Annual Report on Form 10-K and subsequent reports on Forms 10-Q and 8-K. We disclaim and do not undertake any obligation to update or revise any forward-looking statement in this slide presentation, except as required by applicable law or regulation.



Additional information

Additional U.S.–Related Information

This slide presentation is provided for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell shares of Cadbury or Kraft Foods. We have filed a registration statement and tender offer documents, including subsequent amendments, and Cadbury has filed a solicitation/recommendation statement on Schedule 14D-9, including subsequent amendments, with the SEC in connection with the recommended offer. **Cadbury shareholders who are U.S. or Canadian residents and holders of Cadbury American Depositary Shares (ADSs)**, wherever located, should read those filings, and any other filings made by us and Cadbury with the SEC in connection with the recommended offer, as they contain important information. Those documents, as well as our other public filings with the SEC, may be obtained without charge at the SEC's website at www.sec.gov and at our website at www.kraftfoodscompany.com.

Additional EU-Related Information

This slide presentation is not a prospectus for the purposes of the EU Prospectus Directive. Cadbury shareholders or Cadbury ADS holders in the EU should not tender their Cadbury shares to any offer by Kraft Foods for Cadbury except on the basis of information in the prospectus published pursuant to the EU Prospectus Directive on Kraft Foods' website (as supplemented from time to time).

No Profit Forecast

Nothing in this slide presentation is intended to be a profit forecast and the statements in this presentation should not be interpreted to mean that the earnings per Kraft Foods share for the current or any future financial period will necessarily be greater than those for any relevant preceding financial period.



Tim McLevish

Executive Vice President and Chief Financial Officer, Kraft Foods



Agenda

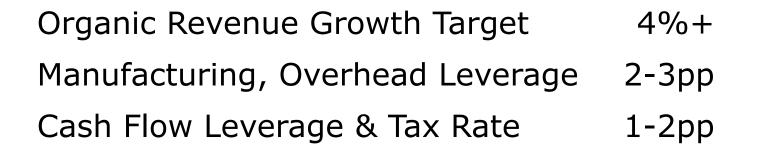
Completing Our Turnaround

- Kraft Foods + Cadbury: A Global Powerhouse
- Transaction Update



Our plan to return to long-term, sustainable growth

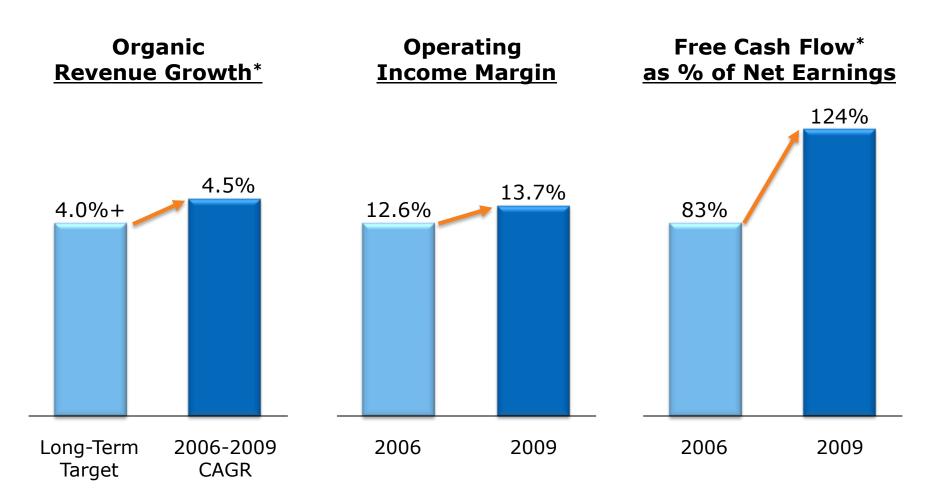
- 2007: Rejuvenate top-line growth
- 2008: Grow both top and bottom lines
- 2009: Build profit margins and market share



Long-Term EPS Growth Target 7-9%



Focusing on three simple metrics



skraft foods

* See GAAP to Non-GAAP reconciliation at the end of this presentation.

7

Managing input costs through improved brand equity

- \$500 million invested to improve product quality
- Two-thirds of products now preferred to competition
- Improved alignment of price and costs



Necessary to restoring profit margins More productivity can now drop to bottom line



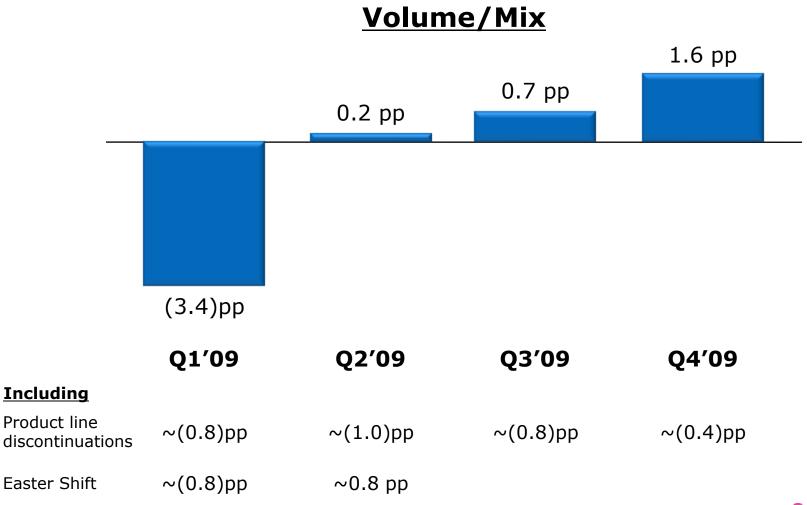
Managing input costs through improved brand equity

Improving volume/mix despite significant headwinds

- Weakening consumption trends around the world
 - High unemployment in North America
 - Rising unemployment in Europe
 - Below trend consumption in Asia, Latin America
- Discontinuing less profitable product lines
- Walking away from unprofitable volume



Sequential improvement in volume/mix every quarter, despite headwinds



skraft foods

- Managing input costs through improved brand equity
- Improving volume/mix despite significant headwinds
- Growing margins while reinvesting in future growth
 - Increased A&C to 7.2% of Net Revenue

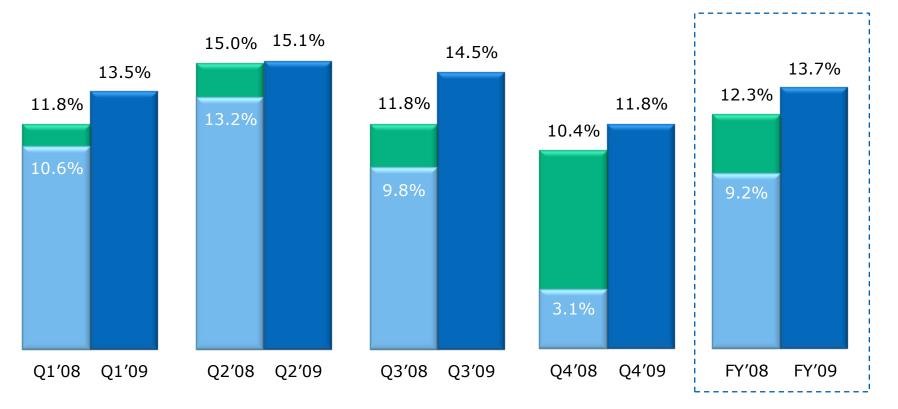


- Managing input costs through improved brand equity
- Improving volume/mix despite significant headwinds
- Growing margins while reinvesting in future growth
 - Increased A&C to 7.2% of Net Revenue
 - Accelerated cost savings to \$300 million+

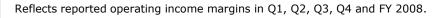


Operating margin improvement

Operating Income Margin



Reflects operating income margins excluding items in Q1, Q2, Q3, Q4 and FY 2008. See GAAP to Non-GAAP Reconciliation at the end of this presentation.

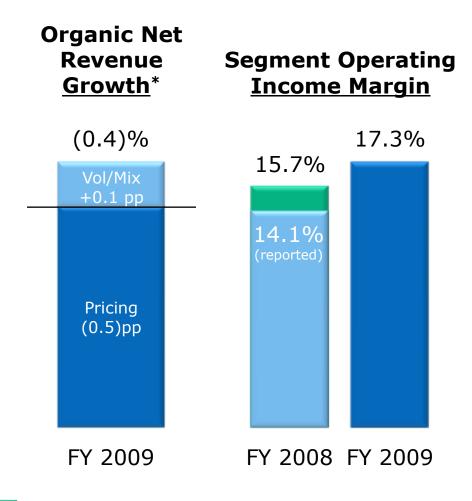




- Managing input costs through improved brand equity
- Improving volume/mix despite significant headwinds
- Growing margins while reinvesting in future growth
- Driving progress in every geographic region



Kraft Foods North America: 2009



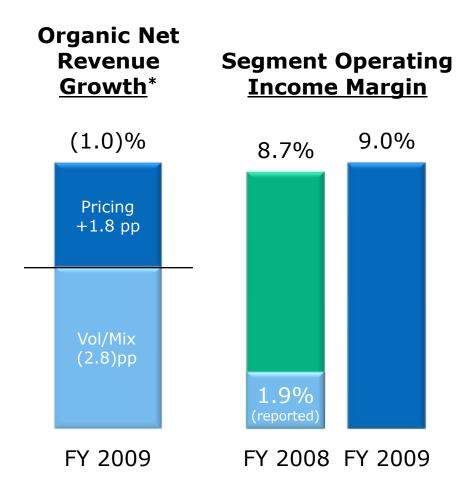
- Effectively managed transition to vol/mix driven growth
- Priority categories fueled vol/mix gains
- Margin gains driven by improved alignment of costs and pricing

Reflects segment operating income margin excluding items. See GAAP to Non-GAAP reconciliation at the end of this presentation.



* Reported Net Revenue declined (1.2)%. See GAAP to Non-GAAP reconciliation at the end of this presentation.

Kraft Foods Europe: 2009



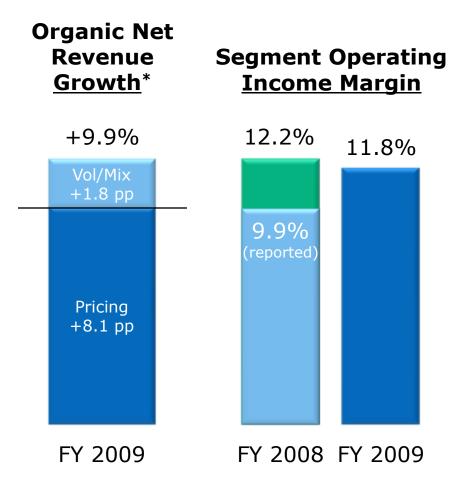
- Solid results in an eventful year
- Vol/mix negatively impacted by ~(1.8)pp
- Solid market share in chocolate, coffee and cheese
- Margin expansion from better alignment of costs and prices, improved product mix

Reflects segment operating income margin excluding items. See GAAP to Non-GAAP reconciliation at the end of this presentation.



* Reported Net Revenue declined (9.9)%. See GAAP to Non-GAAP reconciliation at the end of this presentation.

Kraft Foods Developing Markets: 2009



- 5-10-10 focus continues to pay off
- Strong revenue and share growth despite softening category trends
- Solid market share gains by priority brands in key markets
- Margin performance reflects improved vol/mix offset by investment in cost savings initiatives and incremental A&C

Reflects segment operating income margin excluding items. See GAAP to Non-GAAP reconciliation at the end of this presentation.



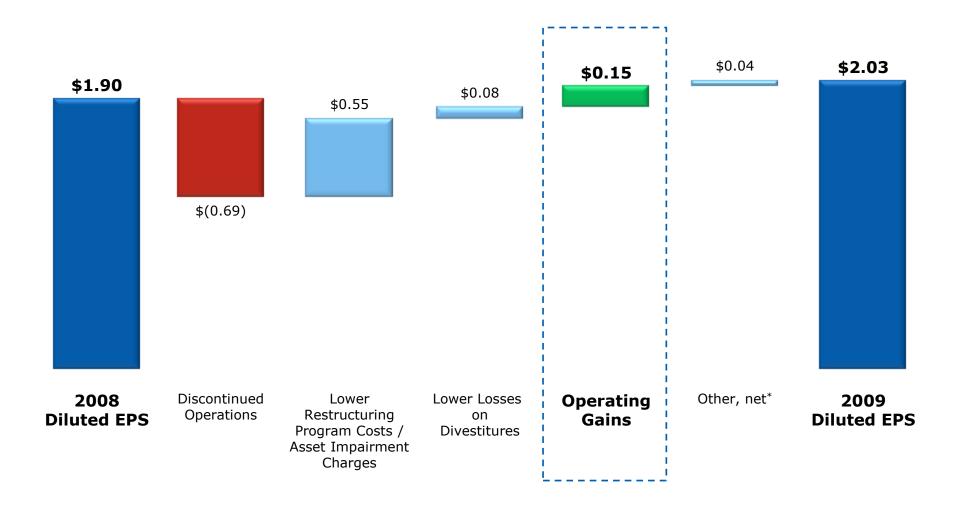
17

* Reported Net Revenue declined (3.5)%. See GAAP to Non-GAAP reconciliation at the end of this presentation.

- Managing input costs through improved brand equity
- Improving volume/mix despite significant headwinds
- Growing margins while reinvesting in future growth
- Driving progress in every geographic region
- Delivering high quality earnings growth
 - \$2.03 EPS, +7% growth
 - +14% in constant currency*
 - Includes \$(0.04) impact from expenses related to Cadbury acquisition



Operating gains fueling EPS growth



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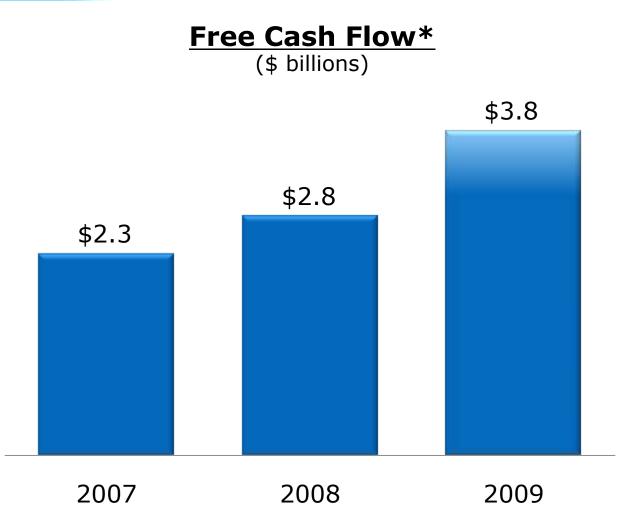
"Other, net" includes the impact of: the change in unrealized gains/losses from hedging activities; the absence of Brazilian VAT credit; unfavorable foreign currency; changes in taxes; and fewer shares outstanding.

*

- Managing input costs through improved brand equity
- Improving volume/mix despite significant headwinds
- Growing margins while reinvesting in future growth
- Driving progress in every geographic region
- Delivering high quality earnings growth
- Generating strong free cash flow*
 - Gains from working capital programs
 - Improved earnings
 - Supporting growth through sufficient capex



Generating strong free cash flow





* Defined as cash flow from operations less capital expenditures. See GAAP to Non-GAAP reconciliation a the end of this presentation.

- Managing input costs through improved brand equity
- Improving volume/mix despite significant headwinds
- Growing margins while reinvesting in future growth
- Driving progress in every geographic region
- Delivering high quality earnings growth
- Generating strong free cash flow



Our turnaround strategies are now delivering sustainable, profitable growth

Rewire for Growth

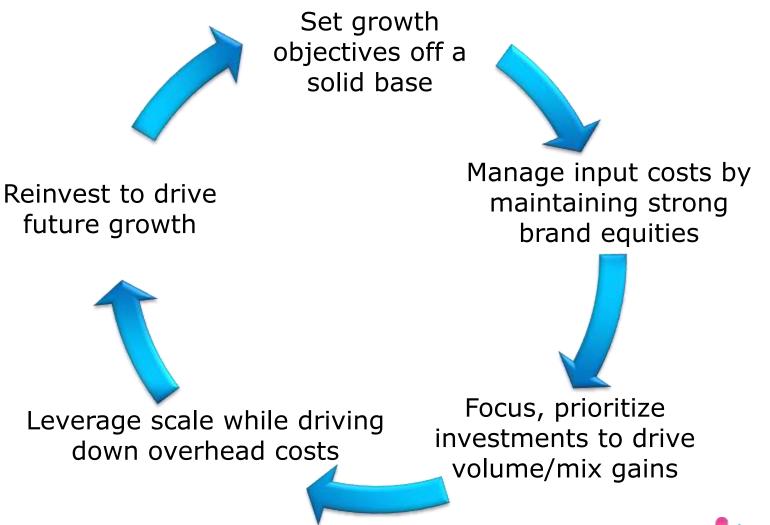
Reframe Categories

Exploit Sales Capabilities

Balance Cost & Quality



The flywheel is now turning ...





Base business has not reached full potential

Focused on driving further improvement in vol/mix

- Completed major product line discontinuations
- Shifting toward new product development from value-based marketing
- Optimizing trade spending while further increasing A&C

Executing significant productivity, overhead programs

- End-to-End Productivity will better leverage scale
- Overhead Cost Reset will further expand margins



Time is right to accelerate our transformation

Pursuing growth from a position of strength

- Rejuvenated base business despite input cost escalation and global recession
- Leveraging strong financial momentum
- Prepared our organization to execute with excellence
 - Strengthened management team
 - Streamlined organizational structure
 - Global organization with skills and appetite to integrate a combination of this scale



A Global Powerhouse





A Global Powerhouse





The new Kraft Foods will drive strong organic growth and margins

Organic Revenue Growth

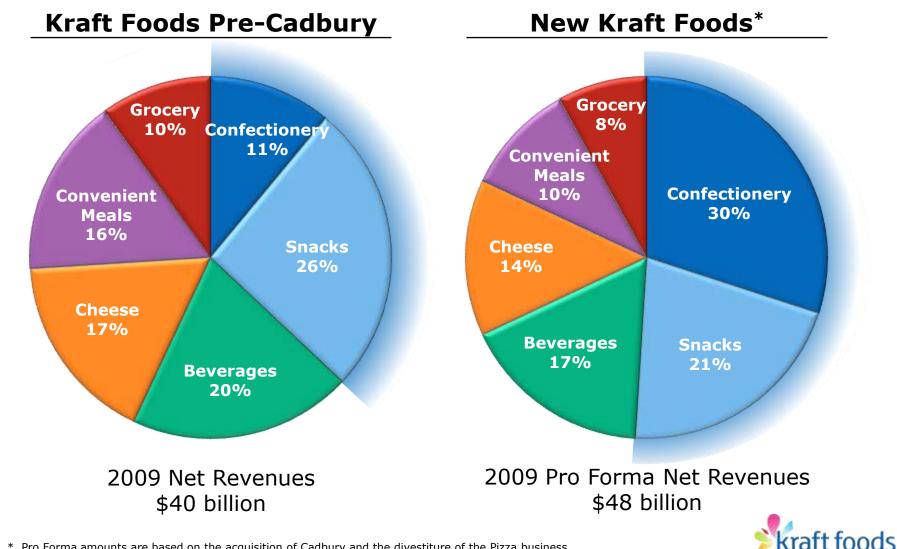
- Focus on growth categories
- Expand footprint in Developing Markets
- Expand presence in growing trade channels

Profit Margins

- Improve portfolio mix
- Leverage scale



Confectionery and Snacks will now make up the majority of our portfolio



^{*} Pro Forma amounts are based on the acquisition of Cadbury and the divestiture of the Pizza business.

11 billion-dollar brands

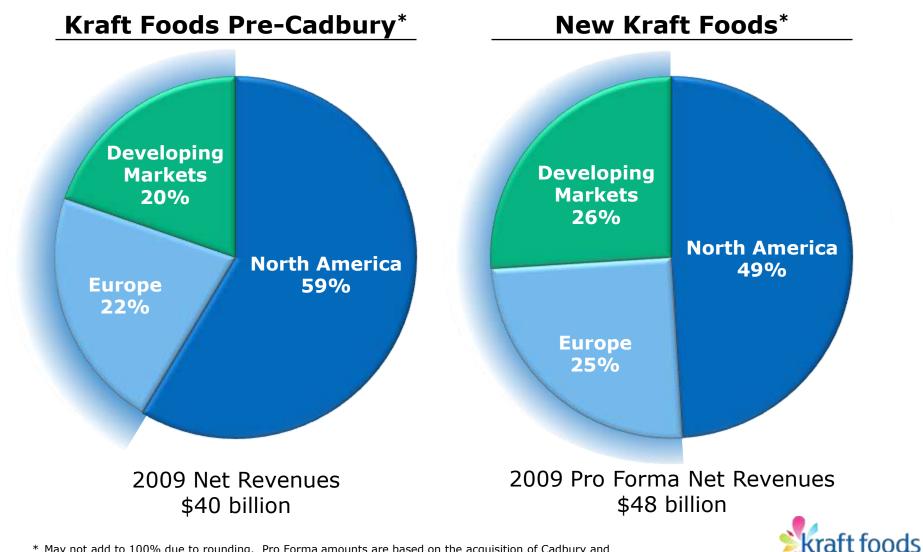




80% of our revenues from #1 share positions



50%+ of business is outside North America



* May not add to 100% due to rounding. Pro Forma amounts are based on the acquisition of Cadbury and the divestiture of the Pizza business.

A highly complementary footprint

2009 Net Revenues*

(in millions, rounded)

	Kraft Foods	<u>Cadbury</u>	<u>Combined</u>	
Brazil	\$1,100	\$400	\$1,500	
Russia	\$800	\$200	\$1,000	
India	NM	\$400	\$400	
China	\$450	\$50	\$500	
Mexico	\$325	\$500	\$825	
Argentina	\$400	\$100	\$500	
Turkey	\$150	\$300	\$450	
South Africa	\$75	\$300	\$375	



* Source: Estimates based upon Euromonitor , Cadbury and Kraft Foods Inc.

Complementary strengths in sales and distribution

Modern Trade Channels

Instant Consumption Channels



Casbury



Global sweet snacks leader

			Developing Markets						
	North America	Europe	Latin America	Asia Pacific	Eastern Europe	Middle East & Africa	Global		
Biscuits	#1	#1	#2	#1	#1	#1	#1		
Chocolate	NM	#1	#2	#1	#1	#1	#1		
Gum	#2	#2	#1	#3	#2	#1	#2		
Sugar Confectionery	#3	#1	#2	#2	NM	#2	#1		

Doveloping Markets



Drive top-tier organic revenue growth

- Improved category and geographic mix
- Meaningful revenue synergies
- Sustainable growth objectives for every geography



Long-Term Organic Revenue Growth Targets

	<u>Old</u>	<u>New</u>
North America	3-5%	3-5%
Europe	1-3%	2-3%
Developing Markets	8-10%	10%+
Total Kraft Foods	4%+	5%+



Significant global scale

Approximately \$50 billion in revenue World's #2 food company #1 in North America Sales in 160+ countries Operations in 70+ countries



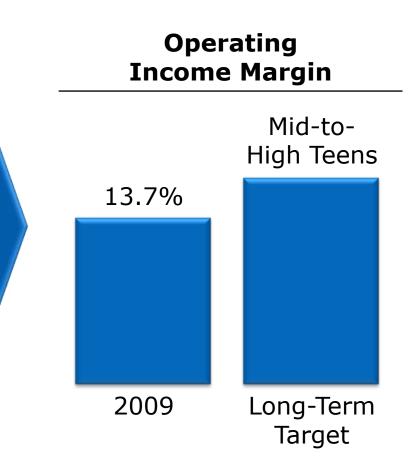
Meaningful cost savings

- Strong start from completing existing programs
- Targeting at least \$675 million of additional, annual pre-tax cost savings
 - Potential sources of savings:
 - \$300 million of operational synergies
 - \$250 million of general and administrative synergies
 - \$125 million of marketing and selling synergies
 - Expect to achieve run-rate savings by the end of 2012
 - Total one-off implementation cash costs of \$1.3 billion



Accelerated margin expansion

- Driving productivity through greater scale
- Leveraging overhead costs to further expand margins
- Funding higher A&C, Sales and R&D





Well positioned for sustainable, profitable, top-tier growth

- Driving high quality organic revenue growth
- Executing strong pipeline of cost-savings initiatives
- Increasing investment in A&C, Sales, R&D





Agenda

• Completing Our Turnaround

- Kraft Foods + Cadbury: A Global Powerhouse
- Transaction Update



Kraft Foods' existing capital structure

Total = \sim \$33B^{*}

\$2.0 \$2.4	Bridge facility Cadbury net debt	 Raised \$9.5 billion in the U.S.
\$9.4	New bonds	 Maintained investment grade debt ratings**
		 Targeting ongoing debt-to- EBITDA ratio of ~3x within 18-24 mos
\$19.0	Existing Kraft Foods debt	 Bridge facility to be refinanced through cash generation, sale of pizza business



* Pro forma as of December 31, 2009

** A rating is not a recommendation to buy, sell or hold securities, and may be subject to revision, suspension or withdrawal at any time by the assigning rating agencies.

Financial discipline well within stated criteria

	Stated Criteria	Final Offer	
Cash EPS Accretion	Accretive by Year 2	~\$0.05 in 2011	\checkmark
IRR	IRR well in excess of cost of capital	Mid-teens IRR	
Credit Rating	Maintain investment grade	Maintained	\checkmark
Dividend	Maintain dividend per share	Maintained	



Early thoughts on integration

- Back Room: Kraft Foods platform
- Front Room: Best practice from either company
- People: Best person for the right role



Six practical principles

- Maintain business momentum
- Follow the money (80/20)
- Capture "best of both"
- Treat people fairly and with respect
- Move quickly
- Communicate



Senior management recommendations*

Within 45 days:

- Executive team
- Region, area & country leaders
- Direct reports to functional leaders

Within 90 days:

- Boards & leadership teams for regions, countries, categories
- Consolidation decisions

Within 6 months:

Common manufacturing strategy



* Subject to local requirements

Still limited ability to issue guidance

- UKLA rules require earnings forecasts to be "reported upon" by independent third party
- Still early in integration process
 - Verifying initial assumptions regarding synergies
 - Evaluating existing operating plans and financial statements
- Expect to issue 2010 earnings guidance, 2011 outlook in May

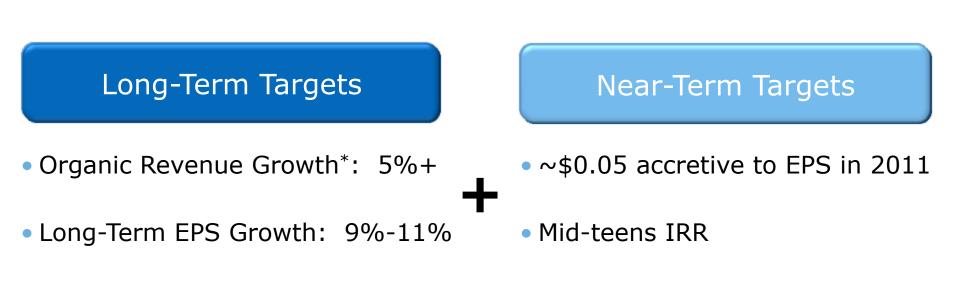


Modeling considerations

- \$2.03 per diluted share in 2009
- Targeting base business EPS growth at high end of 7%-9% long-term growth objective
- Consolidating Cadbury results from February 2, 2010
- Targeting ~\$0.05 accretion to 2011 base business EPS on cash basis
 - Excludes one-time implementation costs of ~\$1.3 billion through 2012
 - Excludes expenses related to the transaction
 - Excludes incremental non-cash items
- Divestiture of pizza business expected to lower earnings by ~\$(0.05) per share on annual basis



Combination to deliver substantial value





Transformational combination creates top-tier performer in the global food industry



* See GAAP to Non-GAAP reconciliation a the end of this presentation.



Operating Income Margins

(\$ in millions, except percentages) (Unaudited)

			I	Kraft Foods Inc.			
			Asset Impairment,			F	
	٨cF	Revised	Exit and Implementation Costs -	Asset Impairments / Other Expenses -	(Gains) / Losses on		luding Is (Non-
For the Three Months Ended:		iAAP)	Restructuring	Non-Restructuring	Divestitures, net		AAP)
		,		0	· · · · · ·		,
March 31, 2008	•					•	
Net Revenues Operating Income	\$ \$	10,046 1,067	- 98	- 3	- 18	\$ \$	10,046 1,186
	φ		90	5	10	φ	
Operating Income Margin		10.6%					11.8%
June 30, 2008							
Net Revenues	\$	10,804	-	-	-	\$	10,804
Operating Income	\$	1,423	121	1	74	\$	1,619
Operating Income Margin		13.2%					15.0%
September 30, 2008 Net Revenues	\$	10,401	_	_	_	\$	10,401
Operating Income	\$	1,023	- 90	112	- 1	\$	1,226
Operating Income Margin		9.8%				·	11.8%
December 31, 2008							
Net Revenues	\$	10,681	-	-	-	\$	10,681
Operating Income	\$	330	680	107	(1)	\$	1,116
Operating Income Margin		3.1%					10.4%
For the Twelve Months Ended:							
December 31, 2008							
Net Revenues	\$	41,932	-	-	-	\$	41,932
Operating Income	\$	3,843	989	223	92	\$	5,147
Operating Income Margin		9.2%					12.3%



Operating Income Margins

(\$ in millions, except percentages) (Unaudited)

		estated GAAP)	Asset Impairment, Exit and Implementation Costs - Restructuring	Asset Impairments / Other Expenses - Non-Restructuring	(Gains) / Losses on Divestitures, net	Item	luding is (Non- AAP)
For the Three Months Ended December 31, 2008							
2000111201 01, 2000	-						
Kraft Foods North America Net Revenues	\$	6,081			-	\$	6,081
Operating Income	э \$	663	- 231	-	-	э \$	894
Operating Income Margin		10.9%					14.7%
Kraft Foods Europe							
Net Revenues	\$	2,489	-	-	-	\$	2,489
Operating Income	\$	(166)	358	39	(1)	\$	230
Operating Income Margin		(6.7)%					9.2%
Kraft Foods Developing Markets							
Net Revenues Operating Income	\$ \$	2,111 100	- 91	- 51	-	\$ \$	2,111 242
Operating Income Margin		4.7%					11.5%
For the Twelve Months Ended							
December 31, 2008	-						
Kraft Foods North America							
Net Revenues Operating Income	\$ \$	23,956 3,378	- 375	-	- 1	\$ \$	23,956 3,754
Operating Income Margin	·	14.1%				·	15.7%
Kraft Foods Europe							
Net Revenues Operating Income	\$ \$	9,728 182	- 474	- 100	- 91	\$ \$	9,728 847
Operating Income Margin	Ŷ	1.9%		100		Ŷ	8.7%
Kraft Foods Developing Markets Net Revenues	\$	8,248	-			\$	8,248
Operating Income	\$	815	140	51	-	\$	1,006
Operating Income Margin		9.9%					12.2%



Cash Flows For the Twelve Months Ending December 31,

(\$ in billions, Unaudited)

	Kraft Foods Inc.					
	2	2007		2008		2009
Net Cash Provided by Operating Activities (GAAP)	\$	3.6	\$	4.1	\$	5.1
Capital Expenditures						
		(1.2)		(1.4)		(1.3)
Free Cash Flow (Non-GAAP) ⁽¹⁾	\$	2.3	\$	2.8	\$	3.8

⁽¹⁾ May not add due to rounding



Net Earnings Attributable to Kraft Foods For the Twelve Months Ending December 31,

(Unaudited)	2	2008	2	2009	% Change
Diluted EPS (GAAP)	\$	1.90	\$	2.03	7%
Impact of Unfavorable Foreign Currency				0.14	-
Constant Currency Diluted EPS (Non-GAAP)	\$	1.90	\$	2.17	14%



Net Revenues

(\$ in millions, except percentages) (Unaudited)

									% Change		
For the Three Months Ended December 31,		As eported GAAP)	•	pact of stitures		pact of urrency		organic n-GAAP)	As Reported (GAAP)	Organic (Non-GAAP)	
2009 Reconciliation											
Kraft Foods North America	\$	5,991	\$	(6)	\$	(82)	\$	5,903	(1.5)%	(2.7)%	
Kraft Foods Europe	φ	2,687	φ	(0)	φ	(225)	φ	2,462	8.0%	(0.3)%	
Kraft Foods Developing Markets		2,007		-		(223)		2,402	11.2%	10.4%	
Kraft Foods	\$	11,025	\$	(6)	\$	(338)	\$	10,681	3.2%	0.4%	
2008 Reconciliation											
Kraft Foods North America	\$	6,081	\$	(12)	\$	-	\$	6,069			
Kraft Foods Europe		2,489		(20)		-		2,469			
Kraft Foods Developing Markets		2,111		(13)		-		2,098			
Kraft Foods	\$	10,681	\$	(45)	\$	-	\$	10,636			
For the Twelve Months Ended December 31,											
2009 Reconciliation											
Kraft Foods North America	\$	23,662	\$	(44)	\$	199	\$	23,817	(1.2)%	(0.4)%	
Kraft Foods Europe		8,768		(15)		640		9,393	(9.9)%	(1.0)%	
Kraft Foods Developing Markets		7,956		(14)		1,058		9,000	(3.5)%	9.9%	
Kraft Foods	\$	40,386	\$	(73)	\$	1,897	\$	42,210	(3.7)%	1.5%	
2008 Reconciliation											
Kraft Foods North America	\$	23,956	\$	(55)	\$	-	\$	23,901			
Kraft Foods Europe		9,728		(243)		-		9,485		_	
Kraft Foods Developing Markets		8,248		(57)		-		8,191			
Kraft Foods	\$	41,932	\$	(355)	\$	-	\$	41,577		<u></u> k	



Net Revenues Growth

(Unaudited)

	Kraft Foods Inc.								
	As Reported (GAAP)	Impact of Divestitures / Other	Impact of Acquisitions	Impact of Currency	Organic (Non-GAAP)				
For the Twelve Months Ended:									
December 31, 2007	8.6%	(0.6)pp	0.8pp	3.1pp	5.3%				
December 31, 2008	16.9%	(0.8)pp	8.9pp	2.0pp	6.8%				
December 31, 2009	(3.7)%	(0.7)pp	0.0pp	(4.5)pp	1.5%				

Compound Annual Growth Rate, 2006 - 2009:

4.5%



Free Cash Flow as a Percentage of Net Earnings

(Unaudited)

Kraft Foods Inc.

	For the Twelve Months <u>Ended December 31,</u>						
		2006		2009			
Net Cash Provided by Operating Activities (GAAP)	\$	3,720	\$	5,084			
Capital Expenditures		(1,169)		(1,330)			
Free Cash Flow (Non-GAAP)	\$	2,551	\$	3,754			
Net Earnings Attributable to Kraft		3,060		3,021			
Free Cash Flow / Net Earnings (Non-GAAP)		83.4%		124.3%			

