

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

OMB APPROVAL

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

**STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(h) of the Investment Company Act of 1940

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(Print or Type Responses)

<p>1. Name and Address of Reporting Person*</p> <p>Philip Morris Companies Inc.</p> <hr/> <p>(Last) (First) (Middle)</p> <p>120 Park Avenue</p> <hr/> <p>(Street)</p> <p>New York New York 10017</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Kraft Foods Inc. (NYSE - KFT)</p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> <p>4. Statement for Month/Day/Year</p> <p>12/03/2002</p> <hr/> <p>5. If Amendment, Date of Original (Month/Day/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A common stock	12/3/02		P		4,000	(A)	\$37.70			
Class A common stock	12/3/02		P		2,000	(A)	\$37.79			
Class A common stock	12/3/02		P		4,000	(A)	\$37.81			
Class A common stock	12/3/02		P		4,000	(A)	\$37.83			
Class A common stock	12/3/02		P		10,000	(A)	\$37.84			
Class A common stock	12/3/02		P		4,000	(A)	\$37.86			
Class A common stock	12/3/02		P		7,000	(A)	\$37.87			
Class A common stock	12/3/02		P		8,000	(A)	\$37.90			
Class A common stock	12/3/02		P		4,000	(A)	\$37.93			
Class A common stock	12/3/02		P		4,000	(A)	\$37.94			
Class A common stock	12/3/02		P		4,000	(A)	\$37.97			
Class A common stock	12/3/02		P		4,000	(A)	\$38.02			
Class A common stock	12/3/02		P		4,000	(A)	\$38.03			
Class A common stock	12/3/02		P		4,000	(A)	\$38.04			
Class A common stock	12/3/02		P		4,000	(A)	\$38.05			
Class A common stock	12/3/02		P		4,000	(A)	\$38.09			
Class A common stock	12/3/02		P		4,000	(A)	\$38.10			

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

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 control number.

** 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.

<http://www.sec.gov/divisions/corpfin/forms/form4.htm>

Last update: 09/05/2002
