

## FORM 4

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

## OMB APPROVAL

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

(Print or Type Responses)

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

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours  
per response .... 0.5

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <u> X </u> 10% Owner	
Philip Morris Companies Inc.			Kraft Foods Inc. (NYSE-KFT)		____ Officer      ____ Other (give title below)      (specify below)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year 12/26/2002	
120 Park Avenue						
(Street)					5. If Amendment, Date of Original (Month/Day/Year)	
New York      NY      10017					7. Individual or Joint/Group Filing (Check Applicable Line) <u> X </u> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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	12/26/02		P	4,000	A	\$39.18	D
Class A common stock	12/26/02		P	8,000	A	\$39.19	D
Class A common stock	12/26/02		P	4,000	A	\$39.20	D
Class A common stock	12/26/02		P	4,000	A	\$39.21	D
Class A common stock	12/26/02		P	12,000	A	\$39.25	D
Class A common stock	12/26/02		P	13,000	A	\$39.30	D
Class A common stock	12/26/02		P	8,000	A	\$39.35	D
Class A common stock	12/26/02		P	4,000	A	\$39.37	D
Class A common stock	12/26/02		P	4,000	A	\$39.38	D

Class A common stock	12/26/02	P	8,000	A	\$39.40		D
Class A common stock	12/26/02	P	4,000	A	\$39.44		D
Class A common stock	12/26/02	P	8,000	A	\$39.45		D
Class A common stock	12/26/02	P	5,000	A	\$39.46		D
Class A common stock	12/26/02	P	10,000	A	\$39.48		D
Class A common stock	12/26/02	P	4,000	A	\$39.51	276,415,000	D

[illegible]

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Explanation of Responses:

/s/ G. PENN HOLSENBECK

December 27, 2002

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\*\*Signature of Reporting Person  
G. Penn Holsenbeck  
Vice President, Associate General  
Counsel & Corporate Secretary

Date

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

\* 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.

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