FORM 4

o Check this box if no longer subject to Section 16. Form 4 or Form 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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obligations may continue. See
Instruction 1(b).

(Print or Type Responses)

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

| Name and Addres | Issuer Name and Ticker or Trading Symbol Kraft Foods Inc. (NYSE-KFT) | | | | | | 6. | Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|------------------------------------|--|----------------|--------------------|---------------------|---|-----------------|---------------|--|---|--|---|--|
| | | | | | | | _ | Director | | % Owner | | |
| (Last) | 3. I.R.S. Identification 4. Statement for Number of Reporting Person, if an entity (voluntary) | | | | | ar | | Officer (give title below) | | her ecify below) | | |
| 120 Park Avenue | | | | voidillary | , | 12/0 | 9/2002 | | _ | | | |
| New York | | | | Orig | 5. If Amendment, Date of Original (Month/Day/Year) | | | (Check Applic X Form f Perso Form: | iled by One Reporting | | | |
| (City) | (State) | (Zip) | | | | | | | | | | |
| (5-5) | (5.1.15) | (| Table l | — Non- | Derivative Sec | curities Acquir | ed, Dispo | sed of, or B | Benefic | cially Owned | | |
| 1. Title of 2. Security (Instr. 3) | Transaction Date (Month/Day/Year) | | 3. Trans (Instr | action Code . 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) | |
| | (Monta Day, Tear) | (Month/Day/Yea | .) | Code | V | Amount | (A) or (D) | Price | | | | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$38.54 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 2,000 | A | \$38.85 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$38.87 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 2,000 | A | \$38.90 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 1,000 | A | \$38.95 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 3,000 | A | \$38.96 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 1,000 | A | \$38.99 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$39.00 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$39.03 | | | D | |
| | | | | | | | | | | | | |
| Class A common stock | 12/9/02 | | | P | | 3,000 | A | \$39.04 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$39.07 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$39.10 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 8,000 | A | \$39.13 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 4,000 | A | \$39.14 | | | D | |
| Class A common stock | 12/9/02 | | | P | | 8,000 | A | \$39.15 | | | D | |
| Class A | 12/9/02 | | | P | | 4,000 | A | \$39.16 | | | D | |

| Class A common stock | 12/9/02 | | | | | P | | 6,000 | A | \$39. | 17 | | | D | | |
|--|---------|--|-----------|--|---------|--|---|-----------------------|-------------|---------|---|-------------|----|---|---|--|
| Class A common stock | 12/9/02 | | | | | P | | 6,000 | A | \$39. | 19 | | | D | | |
| Class A common stock | 12/9/02 | | | | | Р | | 11,000 | A | \$39.2 | 20 | | | D | | |
| Class A common stock | 12/9/02 | | | | | P | | 3,000 | A | \$39.2 | 21 | | | D | | |
| Class A common stock | 12/9/02 | | | | | P | | 4,000 | A | \$39.2 | 22 | | | D | | |
| Class A common stock | 12/9/02 | | | | | P | | 6,000 | A | \$39.2 | 24 | | | D | | |
| Class A common stock | 12/9/02 | | | | | P | | 4,000 | A | \$39.3 | 33 | 275,290,000 | | D | | |
| FORM 4 (Continued) |) | | | | Table 1 | II — Derivative S (e.g., puts, ca | Securities | s Acquired | l, Disposed | l of, o | Benefici | ally Owned | | | | |
| 1. Title of Derivative Security (Instr. 3) |] | Conversion or Exercise Price of Derivative Security | | action Date h/Day/Year) | 3A. | Deemed Execution Date, if any (Month/Day/Year) | ion | 4. Transa | | | · | | 6. | Date Exercisa Date (Month/ | Exercisable and Expiration Month/Day/Year) | |
| | | | | | | | | Code | V | | (A) | (D) | | Date Exercisable | Expiration Date | |
| | | | | | | | | | | | | | | | | |
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| Title and Amount of Underlying Securities (Instr. 3 and 4) | | | 8. | Price of Der Security (Instr. 5) | ivative | S | Number of E Securities E Owned Foll Reported Ti Instr. 4) | Seneficially owing | 7 | 10. | Ownership Form Derivative Secur Direct (D) or Ind (Instr. 4) | ities: | | I. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Title | : | Amount or I Shares | Number of | | | | | | | | | | | | | |
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| Explanation of Respon | ises: | | | | | | | | | | | | | | | |

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, \emph{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.