FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL					
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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

(Last) (First) (Middle) KRAFT FOODS INC. THREE LAKES DRIVE  (Street) NORTHFIELD IL  60093  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction (Month/Day/Year) Date (Month/Day/Year)  (Month/Day/Year)  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  (A individual or Joint/Group Filing (Check Applicable Line)  X Form filed by More than One Reporting Person  Form Silent (I) (Instr. 4)  Transaction (Street)  A Securities Acquired (A) or (D) Price (D) or Indirect (D)	Name and Address of Reporting Person*     King Pamela E							2. Issuer Name <b>and</b> Ticker or Trading Symbol KRAFT FOODS INC [ KFT ]									Check	all app Direc	p of Reportin blicable) ctor er (give title	g Person	10% C	
City   (State   NORTHFIELD   IL   60093   City   (State   Very   City	KRAFT FOODS INC.							` ' '										belov	N) `	& Contr	below)	
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/	(Street) NORTHFIELD IL 60093						4. If Amendment, Date of Original Filed (Month/Day/Year)										Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting					
Date (Month/Day/Year)   Frank   Code (Month/Day/Year)   Fran	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
Class A Common Stock(1)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  Price Transaction(s) (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  Price Transaction(s) (Instr. 3 and 4)  Derivative Securities  1. Title of Derivative Securities (Month/Day/Year)  Securities (Instr. 3)  Amount of Derivative Securities (Instr. 5)  Derivative Security (Instr. 5)  Amount of Derivative Securities (Instr. 4)  Amount of Derivative Securities (	Date							Execution Dat if any			Transa Code (		Disposed	Disposed Of (D) (Instr. 3,			4 and Secu Bene Own		ties cially I Following	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security S							Code	v	Amount		(A) or (D)	Price	•	Transaction(s)				(111341.4)				
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security (Instr. 3)  2. Conversion of Exercise (Instr. 3)  2. Conversion of Exercise (Instr. 3)  2. Conversion of Exercise (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Expiration Date (Month/Day/Year)  Code (Instr. 8)  5. Number of Expiration Date (Month/Day/Year)  Code (Instr. 8)  6. Date Exercisable and Expiration Date (Month/Day/Year)  Securities Underlying Derivative Security (Instr. 3)  Amount of Security (Instr. 4)  Number of derivative Security Securities (Instr. 4)  Amount of Security (Instr. 4)  Number Security (Instr. 4)	Class A Common Stock <sup>(1)</sup> 01/29/								01/29	01/29/2007			5,430		A \$0		).00 22,210		2,210	D		
Derivative Security (Instr. 3)  Instr. 3)  Date (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Ownership Form: Direct (D) or Indirect Following Reported Transaction(s) (Instr. 4)  Instr. 4)  Amount or Number																						
	Derivative Security	Derivative locurity lenstr. 3) Price of Derivative locurity lenstr. 3) Price of Derivative locurity lenstr. 3) Price of Derivative locurity lenstration of Derivative location				Date, Transaction Code (Instr.		n of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date			Amount of Securities Underlying Derivative Security (Instr. and 4)		ount	Deriva Securi (Instr. !		derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

## **Explanation of Responses:**

1. Shares of restricted stock awarded pursuant to Issuer's 2005 Performance Incentive Plan.

## Remarks:

/s/ Marc S. Firestone, by power of attorney 01/31/2007

\*\* Signature of Reporting Person 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.

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.