

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).

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)

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Philip Morris Companies Inc.	Kraft Foods Inc. (NYSE-KFT)	<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
120 Park Avenue	12/13/2002	
(Street)	5. If Amendment, Date of Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line)
New York NY 10017		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

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	12/13/02		P		4,000	A	\$39.30
Class A common stock	12/13/02		P		4,000	A	\$39.40
Class A common stock	12/13/02		P		4,000	A	\$39.41
Class A common stock	12/13/02		P		4,000	A	\$39.42
Class A common stock	12/13/02		P		8,000	A	\$39.43
Class A common stock	12/13/02		P		12,000	A	\$39.45
Class A common stock	12/13/02		P		4,000	A	\$39.46
Class A common stock	12/13/02		P		12,000	A	\$39.47
Class A common stock	12/13/02		P		10,000	A	\$39.48

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Title	Amount or Number of Shares
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December 16, 2002

Date _____

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.