

## 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

OMB Number: 3235-0287  
Expires: January 31, 2005  
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per response .... 0.5

(Print or Type Responses)

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)	
Philip Morris Companies Inc.			Kraft Foods Inc. (NYSE-KFT)		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer <input type="checkbox"/> 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		
120 Park Avenue				12/20/2002		
(Street)					5. If Amendment, Date of Original (Month/Day/Year)	
New York	NY	10017			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Price      (D)			
Class A common stock	12/20/02		P	4,000    A    \$38.84		D	
Class A common stock	12/20/02		P	4,000    A    \$38.85		D	
Class A common stock	12/20/02		P	5,000    A    \$38.95		D	
Class A common stock	12/20/02		P	5,000    A    \$38.96		D	
Class A common stock	12/20/02		P	9,000    A    \$38.97		D	
Class A common stock	12/20/02		P	17,000    A    \$38.98		D	
Class A common stock	12/20/02		P	10,000    A    \$39.00		D	
Class A common stock	12/20/02		P	3,000    A    \$39.01		D	
Class A common stock	12/20/02		P	4,000    A    \$39.03		D	

Class A common stock	12/20/02	P	4,000	A	\$39.07		D
Class A common stock	12/20/02	P	4,000	A	\$39.08		D
Class A common stock	12/20/02	P	5,000	A	\$39.09		D
Class A common stock	12/20/02	P	8,000	A	\$39.10		D
Class A common stock	12/20/02	P	5,000	A	\$39.15		D
Class A common stock	12/20/02	P	5,000	A	\$39.18		D
Class A common stock	12/20/02	P	5,000	A	\$39.19		D
Class A common stock	12/20/02	P	8,000	A	\$39.23	276,215,000	D

**FORM 4 (Continued)**[illegible][illegible]

[illegible]

\*\*Signature of Reporting Person

Date \_\_\_\_\_

Date \_\_\_\_\_

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

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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