

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

FORM 4

OMB APPROVAL

o 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)

| | | |
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| <p>1. Name and Address of Reporting Person*</p> <p align="center">Philip Morris Companies Inc.</p> <hr/> <p align="center">(Last) (First) (Middle)</p> <p>120 Park Avenue</p> <hr/> <p align="center">(Street)</p> <p>New York NY 10017</p> <hr/> <p align="center">(City) (State) (Zip)</p> | <p>2. Issuer Name and Ticker or Trading Symbol</p> <p align="center">Kraft Foods Inc. (NYSE-KFT)</p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> <hr/> <p>4. Statement for Month/Day/Year</p> <p align="center">12/20/2002</p> <hr/> <p>5. If Amendment, Date of Original (Month/Day/Year)</p> | <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
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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 | 12/20/02 | | 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 | 12/20/02 | | P | | 8,000 | A | \$39.23 | 276,215,000 | D | |

