FORM 4 • Check this box if no longer subject to Section 16. Form 4 or Form 5 • obligations may continue. See Instruction 1(b). (Print or Type Responses)			UN	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF								OMB AP	PROV	AL			
			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								Expires: Ja Estimated a	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5					
1.	Name and Address of Reporting Pe Philip Morris C					 Issuer Name and Ticker or Trading Symbol Kraft Foods Inc. (NYSE-KFT) 				6.	Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
	(Las 120 Park Aven		(First)	(Middle)	3.	I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4.	4. Statem Month		atement for onth/Day/Year		OfficerOther (give title below) (specify below)				
	Naw Yash	(Street)	10017	_				5.	Ori	amendmen ginal onth/Day/Y		7.	Form	able Lin	e) One Reporting I More than	Person
	New York (City)	(State	e)	10017 (Zip)											porting	Person	
1.	Title of Security (Instr. 3)	2. Transaction Da		Deemed Executio Date, if any	n			ction Code	4. S	ecurities visposed	s Acquired			Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	F0 (I (I	orm: Direct D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		(Month/Day/Ye	ear)	(Month/Day/Year)		Code	V	A	mount	(A) or (D)	Price	•				
	Class A common stock	12/12/02					Р		4	,000	А	\$39.05			D		
	Class A common stock	12/12/02					Р		4	,000	А	\$39.21			D		
	Class A common stock	12/12/02					Р		4	,000	А	\$39.22			D		
	Class A common stock	12/12/02					Р		2	,000	А	\$39.24			D		
	Class A common stock	12/12/02					Р		2	,000	Α	\$39.25			D		
	Class A common stock	12/12/02					Р		4	,000	А	\$39.27			D		
	Class A common stock	12/12/02					Р		4	,000	А	\$39.29			D		
	Class A common stock	12/12/02					Р		8	,000	А	\$39.30			D		
	Class A common stock	12/12/02					Р		3	,000	А	\$39.31			D		
	Class A common stock	12/12/02					Р		3	,000	А	\$39.32			D		
_	Class A common stock	12/12/02					Р		8	,000	А	\$39.35			D		
	Class A common stock	12/12/02					Р		1	,000	А	\$39.36			D		
	Class A common stock	12/12/02					Р		2	,000	А	\$39.37			D		
	Class A common stock	12/12/02					Р		1	,000	А	\$39.38			D		
	Class A common stock	12/12/02					Р		1	3,000	А	\$39.39			D		
	Class A common stock	12/12/02					Р		5	,000	A	\$39.40			D		
_	Class A	12/12/02					Р		1	1,000	A	\$39.41			D		

common stock

common stock													
Class A common stock	12/12/02			Р	8,000	А	\$39.	.42			D		
Class A common stock	12/12/02			Р	6,000	А	\$39.	.43			D		
Class A common stock	12/12/02			Р	3,000	А	\$39.	.44			D		
Class A 12/12/02 common stock				Р	4,000	A S		\$39.45 275,590,000			D		
FORM 4 (Continued)			Table	II — Derivative Secur (<i>e.g.</i> , puts, calls, w	ities Acquii varrants, op	ed, Disposed tions, conve	d of, o rtible	or Benefic securitie	ially Owned s)				
1. Title of Derivative Security (Instr. 3)	Exercise Price (Month/Day/Year)		Deemed Execution Date, if any (Month/Day/Year)		nsaction Code tr. 8)	e 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			6.	 Date Exercisable and Expiration Date (Month/Day/Year) 			
					Cod	le V		(A)	(D)		Date Exercisable	Expiration Date	

7.	Title and Amount of Underlying Securities (Instr. 3 and 4)			Price of Derivative Security (Instr. 5)	9.	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.	Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
	Title	Amount or Number of Shares	-							
Exp	lanation of Responses:									
		/s/ AMY J. Vice President a						December 16, 2002		

**Signature of Reporting Person

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).

Date