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KRAFT FOODS INC

Form 4

January 30, 2003

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Betsy D. Holden

Three Lakes Drive

IL, Northfield 60093

- 2. Issuer Name and Ticker or Trading Symbol Kraft Foods Inc. (KFT)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year

1/28/2003

- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner (X) Officer (give title below) () Other (specify below)

Co-Chief Executive Officer

- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

	Table I Non-Deriva	tive Securities	Acquired,	Disposed	of, c	or Beneficially	Owned
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1. Title of Security	2. 3. 4.Securities Acquirities Acquirit		5.Amount of
Class A Common Stock	1/28/ A 55630	A	74230
	2003		

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative	2.Con-	13.	4.	5.Numbe	r of De	6.Date Exer 7	.Title and Amount	8.I
Security	version	Trans	action	rivati	ve Secu	cisable and	of Underlying	of
	or Exer			rities	Acqui	Expiration	Securities	vat
	cise			red(A)	or Dis	Date(Month/		Sec
	Price of	1		posed	of(D)	Day/Year)		rit
	Deriva-			1		Date Expir		
	tive			1	A/	/ Exer- ation	Title and Number	
	Secu-	1	1 1	1	D	cisa- Date	of Shares	
	rity	Date	Code V	7 Amoun	t	ble		
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Explanation of Responses: