

KRAFT FOODS INC  
Form 4  
June 06, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FIRESTONE MARC S**

(Last) (First) (Middle)

**KRAFT FOODS INC., THREE  
LAKES DRIVE**

(Street)

**NORTHFIELD, IL 60093**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**KRAFT FOODS INC [KFT]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/03/2011**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
EVP and General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	06/03/2011		M		5,970 A \$ 31	154,831	D
Class A Common Stock	06/03/2011		D		5,970 D \$ 34.18	148,861	D
Class A Common Stock	06/03/2011		M		8,599 (1) A \$ 25.4	157,460	D
Class A Common	06/03/2011		F		6,392 (1) D \$ 34.18	151,068	D

Edgar Filing: KRAFT FOODS INC - Form 4

Stock								
Class A Common Stock	06/03/2011	F	916 <sup>(1)</sup>	D	\$ 34.18	150,152	D	
Class A Common Stock	06/03/2011	M	10,376 <sup>(1)</sup>	A	\$ 26.37	160,528	D	
Class A Common Stock	06/03/2011	F	8,007 <sup>(1)</sup>	D	\$ 34.18	152,521	D	
Class A Common Stock	06/03/2011	F	983 <sup>(1)</sup>	D	\$ 34.18	151,538	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	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)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 31	06/03/2011		M	5,970	01/31/2003	06/12/2011	Class A Common Stock	5,970
Stock Option (right to buy)	\$ 25.4	06/03/2011		M	8,599 <sup>(1)</sup>	04/02/2007	06/12/2011	Class A Common Stock	8,599
Stock Option (right to buy)	\$ 26.37	06/03/2011		M	10,376 <sup>(1)</sup>	04/02/2007	06/12/2011	Class A Common Stock	10,376

