Edgar Filing: KRAFT FOODS INC - Form 4/A

KRAFT FOODS INC

Form 4/A												
November 04	4, 2009											
FORM	4		GEGUD							-	PROVAL	
	UNITED	STATES				ND EXC D.C. 205		GE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long	er									Expires:	January 31, 2005	
subject to Section 10 Form 4 or	6.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated average burden hours per response			
Form 5 obligation	¹⁸ Section 170							-	e Act of 1934, f 1935 or Sectio	n		
may conti <i>See</i> Instru 1(b).	inue.		of the Inv	•		•				-		
(Print or Type R	(esponses)											
SEARER RICHARD G Symbol				TName and Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer			
(Lest)	(First)	Middle)				-	I J		(Chec	k all applicable	:)	
(Last) KRAFT FOO LAKES DR	ODS INC., THR	Middle) EE	3. Date of (Month/D 09/30/20	ay/Year)		insaction			Director X Officer (give below) EVP, P		Owner er (specify VA	
(Street) 4. If Ame			4. If Ame	endment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Mon 10/01/20	th/Day/Ye		6			Applicable Line) _X_ Form filed by (erson	
NORTHFIE	LD, IL 60093								Person		porting	
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)) Execution any	med on Date, if Day/Year)	Code (Instr. 8	3)	n(A) or Dis (D) (Instr. 3, 4	and 5 (A) or	of 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)		
Class A				Code	V	Amount	(D)	Price	(
Class A Common Stock	09/30/2009			D		62,447 (1)	D	\$0	103,510 <u>(2)</u>	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.

 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address			Relationships				
	Director	10% Owner	Officer	Other			
SEARER RICHARD G KRAFT FOODS INC. THREE LAKES DRIVE NORTHFIELD, IL 60093			EVP, President-Kraft NA				
Signatures							
/s/ Carol J. Ward, by Power of Attorney		11/04/2	/2009				
<u>**</u> Signature of Reporting Person		Date					

Explanation of Responses:

- * 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).
- (1) Effective September 30, 2009, Mr. Searer retired from Kraft Foods Inc. Pursuant to the terms of the issuer's 2005 Performance Incentive Plan, certain unvested restricted shares were forfeited upon his retirement.
- (2) Due to administrative error, certain forfeited shares were omitted from his original Form 4 filed on October 1, 2009, and Mr. Searer's overreported ownership of 37,057 shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.