

Pleuhs Gerhard W.
 Form 3
 April 05, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Pleuhs Gerhard W.		(Month/Day/Year)	KRAFT FOODS INC [KFT]	
(Last)	(First)	(Middle)	04/02/2012	
C/O KRAFT FOODS INC., THREE LAKES DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NORTHFIELD, IL 60093			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(State)			(give title below) (specify below)	
(Zip)			EVP & General Counsel	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	82,766 ⁽¹⁾	D	^

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Class	Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	Â <u>(2)</u>	02/02/2018	Class A Common Stock	22,080	\$ 29.485	D	Â
Stock Options (right to buy)	Â <u>(3)</u>	02/20/2019	Class A Common Stock	27,520	\$ 23.6385	D	Â
Stock Options (right to buy)	Â <u>(4)</u>	02/21/2020	Class A Common Stock	29,340	\$ 29.145	D	Â
Stock Options (right to buy)	Â <u>(5)</u>	02/23/2021	Class A Common Stock	26,880	\$ 31.825	D	Â
Stock Options (right to buy)	Â <u>(6)</u>	02/23/2022	Class A Common Stock	22,520	\$ 37.995	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pleuhs Gerhard W. C/O KRAFT FOODS INC. THREE LAKES DRIVE NORTHFIELD, IL 60093	Â	Â	Â EVP & General Counsel	Â

Signatures

/s/ Phuong Lam, by Power of Attorney 04/05/2012

 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- Total number of shares includes 35,450 shares of deferred stock awarded under Kraft Foods' Amended and Restated 2005 Performance Incentive Plan. Shares will vest as follows: 5,580 shares on the earlier of (i) the effective date of Kraft Foods' spin-off of its North American grocery business, as announced on August 4, 2011 or (ii) October 7, 2014; 4,890 shares on February 22, 2013; 4,480 shares on February 24, 2014; 16,740 shares on October 7, 2014 and 3,760 shares on February 23, 2015.
- (2) Options vest in three annual installments as follows: 33% on February 4, 2009; 33% on February 4, 2010; and 34% on February 4, 2011.
 - (3) Options vest in three annual installments as follows: 33% on February 19, 2010; 33% on February 18, 2011; and 34% on February 17, 2012.
 - (4) Options vest in three annual installments as follows: 33% on February 22, 2011; 33% on February 22, 2012; and 34% on February 22, 2013.
 - (5)

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Options vest in three annual installments as follows: 33% on February 23, 2012; 33% on February 25, 2013; and 34% on February 24, 2014.

- (6) Options vest in three annual installments as follows: 33% on February 23, 2013; 33% on February 23, 2014; and 34% on February 23, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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