

KRAFT FOODS INC  
Form 8-K  
March 06, 2007

## UNITED STATES

## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **March 1, 2007**

## KRAFT FOODS INC.

(Exact name of registrant as specified in its charter)

**Virginia**  
(State or other jurisdiction  
of incorporation)

**001-16483**  
(Commission  
File Number)

**52-2284372**  
(I.R.S. Employer  
Identification No.)

**Three Lakes Drive, Northfield, Illinois**

**60093-2753**

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(Address of Principal executive offices)

(Zip Code)

Registrant's Telephone number, including area code: **(847) 646-2000**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

On March 1, 2007, Kraft Foods Inc. ( Kraft ) purchased from Altria Group, Inc. ( Altria ) 1,449,240 shares of Class A Common Stock of Kraft for an aggregate cash amount of \$46,498,865 in anticipation of the previously announced spin-off of Altria 's ownership interest in Kraft. The aggregate cash amount paid by Kraft was based on a per share price of \$32.085, which was calculated as the average of the high and low price of Kraft 's Class A Common Stock on March 1, 2007.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**KRAFT FOODS INC.**

By: /s/ CAROL J. WARD  
Name: Carol J. Ward  
Title: Vice President and Corporate Secretary

DATE: March 6, 2007