

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 Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person * <u>El-Zoghbi Georges</u> (Last) (First) (Middle) <u>KRAFT FOODS GROUP, INC.</u> <u>THREE LAKES DRIVE</u> (Street) <u>NORTHFIELD IL 60093</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Kraft Foods Group, Inc. [KRFT]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>03/07/2014</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP & Pres, Chs Dairy & Exptrs</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock ⁽¹⁾	03/07/2014		A		6,689	A	\$55.65	51,791	D	
Common Stock ⁽²⁾	03/07/2014		A		1,672	A	\$0	53,463	D	
Common Stock	03/10/2014		M		3,626	A	\$30.559	57,089	D	
Common Stock	03/10/2014		M		4,800	A	\$24.499	61,889	D	
Common Stock	03/10/2014		M		10,299	A	\$30.206	72,188	D	
Common Stock	03/10/2014		M		15,713	A	\$32.984	87,901	D	
Common Stock	03/10/2014		S		26,270	D	\$55.76 ⁽³⁾	61,631	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$30.559	03/10/2014		M			3,626	02/04/2011	02/02/2018	Common Stock	3,626	\$0	0	D	
Stock Option (right to buy)	\$24.499	03/10/2014		M			4,800	02/17/2012	02/20/2019	Common Stock	4,800	\$0	0	D	
Stock Option (right to buy)	\$30.206	03/10/2014		M			10,299	02/22/2013	02/21/2020	Common Stock	10,299	\$0	0	D	
Stock Option (right to buy)	\$32.984	03/10/2014		M			15,713	02/24/2014	02/23/2021	Common Stock	15,713	\$0	0	D	

Explanation of Responses:

1. Deferred compensation units, which will be settled in shares of common stock, issued pursuant to the Issuer's Management Stock Purchase Plan (the "MSPP").
2. Restricted stock units issued pursuant to the MSPP that vest on March 7, 2017.
3. The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$55.75 to \$55.79, inclusive, for payment of the exercise prices and taxes. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in footnote (3) to this Form 4.

/s/ Phuong Lam, by Power of Attorney 03/10/2014

** Signature of Reporting Person Date

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

* 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).

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

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 Number.