

Edgar Filing: KELLOGG CO - Form 4

KELLOGG CO  
Form 4  
March 07, 2003

-----  
OMB APPROVAL  
-----

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person\*

|                    |                  |                   |
|--------------------|------------------|-------------------|
| Korologos          | Ann              | McLaughlin        |
| -----<br>(Last)    | -----<br>(First) | -----<br>(Middle) |
| One Kellogg Square |                  |                   |
| -----<br>(Street)  |                  |                   |
| Battle Creek       | MI               | 49016-3599        |
| -----<br>(City)    | -----<br>(State) | -----<br>(Zip)    |

2. Issuer Name and Ticker or Trading Symbol

Kellogg Company (K)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

March 6, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

Edgar Filing: KELLOGG CO - Form 4

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

7. 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.<br>Title of Security<br>(Instr. 3) | 2.<br>Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8)<br>-----<br>Code | V | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5)<br>-----<br>(A)<br>or<br>(D) |     |  | Price |
|---------------------------------------|----------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------|---|---------------------------------------------------------------------------------------------------------|-----|--|-------|
|                                       |                                              |                                                             |                                                          |   | Amount                                                                                                  | (D) |  |       |
| Common Stock                          |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |
|                                       |                                              |                                                             |                                                          |   |                                                                                                         |     |  |       |

FORM 4 (continued)

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

# Edgar Filing: KELLOGG CO - Form 4

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | Conversion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(mm/dd/<br>yy) | 3A.<br>Deemed<br>Execut-<br>ion<br>Date if<br>any<br>(mm/dd/<br>yy) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--------------------------------------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| Stock Option                                           | \$23.875                                                                             | 4/28/00                                          |                                                                     |                                                                    |                                                                                                                                    | 10/28/00 4/28/10                                                                                              | Common<br>Stock 5,000                                                                                                        |
| Stock Option                                           | \$26.30                                                                              | 1/31/01                                          |                                                                     |                                                                    |                                                                                                                                    | 7/31/01 1/31/11                                                                                               | Common<br>Stock 5,000                                                                                                        |
| Stock Option                                           | \$30.775                                                                             | 1/31/02                                          |                                                                     |                                                                    |                                                                                                                                    | 7/31/02 1/31/12                                                                                               | Common<br>Stock 5,000                                                                                                        |
| Stock Option                                           | \$32.695                                                                             | 1/31/03                                          |                                                                     |                                                                    |                                                                                                                                    | 7/31/03 1/31/13                                                                                               | Common<br>Stock 5,000                                                                                                        |
| Phantom Stock<br>Units                                 | \$28.64                                                                              | 3/6/03                                           |                                                                     | A V                                                                | 52.38                                                                                                                              |                                                                                                               | Common<br>Stock 52.38 (2)                                                                                                    |

## Explanation of Responses:

- (1) Excludes dividends reinvested after 12/31/02.
- (2) According to the terms of the amended Kellogg Company Deferred Compensation Plan for Non-Employee Directors, final value of phantom stock units is to be determined as of date of reporting person's retirement and may be paid in cash or stock.
- (3) Reflects fees.

s/ James K. Markey

March 7, 2003

\*\*Signature of Reporting Person  
James K. Markey, Attorney-in-Fact

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) .

## Edgar Filing: KELLOGG CO - Form 4

\*\* 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.

Page 2