

Edgar Filing: JORNDT DANIEL L - Form 4

JORNDT DANIEL L  
Form 4  
February 04, 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 of Type Responses)

---

1. Name and Address of Reporting Person\*

|                    |         |            |
|--------------------|---------|------------|
| Jorndt             | L.      | Daniel     |
| -----              | -----   | -----      |
| (Last)             | (First) | (Middle)   |
| One Kellogg Square |         |            |
| -----              |         |            |
| (Street)           |         |            |
| Battle Creek       | MI      | 49016-3599 |
| -----              | -----   | -----      |
| (City)             | (State) | (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

January 31, 2003

---

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

---

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



Edgar Filing: JORNDT DANIEL L - Form 4

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<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   | \$34.635  | 2/22/02  |   |  |  | 8/22/02 2/22/12   | Common Stock 850   |
| Stock Option   | \$32.695  | 1/31/03  |   | A V  | 5,000  | 7/31/03 1/31/13   | Common Stock 5,000   |
| Phantom Stock<br>Units                                 | \$33.48   | 12/13/02   |   | A V  | 9.15   |   | Common Stock 9.15 (2,  |
| Phantom Stock<br>Units                                 | \$32.86   | 2/3/03   |   | A V  | 418.51   |   | Common Stock 418.51 (  |

Explanation of Responses:

- (1) Shares acquired by reinvestment of dividends under the Company's Dividend Reinvestment Plan..
- (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.
- (4) Reflects dividend equivalents from automatic reinvestment of dividends.

s/ James K. Markey

February 4, 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: JORNDT DANIEL L - 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