

Edgar Filing: KELLOGG CO - Form 4

KELLOGG CO  
Form 4  
May 02, 2003

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OMB APPROVAL  
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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)

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1. Name and Address of Reporting Person\*

|                    |         |            |
|--------------------|---------|------------|
| Gund               | Gordon  |            |
| (Last)             | (First) | (Middle)   |
| One Kellogg Square |         |            |
| (Street)           |         |            |
| Battle Creek       | MI      | 49016-3599 |
| (City)             | (State) | (Zip)      |

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2. Issuer Name and Ticker or Trading Symbol

Kellogg Company (K)

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

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4. Statement for Month/Day/Year

May 1, 2003

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

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



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| 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   | \$23.875  | 4/28/00  |   |  |  | 10/28/00 4/28/10  | Common Stock 5,000   |
| Stock Option   | \$26.30   | 1/31/01  |   |  |  | 7/31/01 1/31/11   | Common Stock 5,000   |
| Stock Option   | \$30.775  | 1/31/02  |   |  |  | 7/31/02 1/31/12   | Common Stock 5,000   |
| Stock Option   | \$32.695  | 1/31/03  |   |  |  | 7/31/03 1/31/13   | Common Stock 5,000   |
| Phantom Stock<br>Units                                 | \$31.96   | 5/8/03   |   | A V  | 62.58  |   | Common Stock 62.58 (2)   |
| Phantom Stock<br>Units                                 | \$32.45   | 5/15/03  |   | A V  | 423.73   |   | Common Stock 423.73 (2)  |
| Phantom Stock<br>Units                                 | \$32.45   | 5/15/03  |   | A V  | 154.08   |   | Common Stock 154.08 (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

May 2, 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.

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\* 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.

Page 2