

Edgar Filing: MONTIE JEFFREY W - Form 3

MONTIE JEFFREY W
Form 3
February 24, 2003

OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print of Type Responses)

1. Name and Address of Reporting Person*

Montie	Jefrey	W
-----	-----	-----
(Last)	(First)	(Middle)
PO Box 3599		
One Kellogg Square		
-----	-----	-----
	(Street)	
Battle Creek	MI	49016-3599
-----	-----	-----
(City)	(State)	(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

February 21, 2003

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

4. Issuer Name and Ticker or Trading Symbol

Kellogg Company

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

<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

Senior Vice President

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

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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature (Instr.)
Common Stock	7.396.406	D	
Common Stock	2,969.8047	I	By 401(k)

FORM 3 (continued)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conve sion Exerc Price Deriv Secur
	Date Exer- cisable	Expira- tion Date		
Stock Option	3/15/97	3/15/06	Common Stock 4,600	\$38.7
Stock Option	3/14/98	3/14/07	Common Stock 200	\$33.4
Stock Option	3/13/99	3/13/08	Common Stock 9,000	\$43.9

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Stock Option	1/4/00	1/4/09	Common Stock	13,700	\$34.6
Stock Option	1/31/01	1/31/10	Common Stock	43,735	\$24.2
Stock Option	2/16/02	2/16/11	Common Stock	70,300	\$27.4
Stock Option	10/31/02	1/31/10	Common Stock	1,342	\$30.5
Stock Option(1)	2/22/03	2/22/12	Common Stock	70,700	\$34.6
Stock Option(2)	2/21/04	2/21/13	Common Stock	56,100	\$30.1
				269,677	

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

Explanation of Responses:

- (1) The option became exercisable in two equal annual installments beginning February 22, 2003.
- (2) The option becomes exercisable in two equal annual installments beginning February 21,2004.

/s/ James K. Markey

February 24, 2003

**Signature of Reporting Person

Date

James K. Markey, Attorney-in-fact

* If the form is filed by more than one reporting person, see Instruction 5(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.