

Edgar Filing: MONTIE JEFFREY W - Form 4

MONTIE JEFFREY W
Form 4
March 18, 2003

U.S. 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(f) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person*

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

2. Issuer Name and Ticker or Trading Symbol

Kellogg Company (K)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

March 17, 2003

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

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

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

Senior Vice President

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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. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Price
		Code	V	Amount	(A) or (D)	
Common Stock	3/17/03	F		306	D	\$29.68

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Stock Option	\$38.75				3/15/97 3/15/06	Common Stock 4,600
Stock Option	\$33.4375				3/14/98 3/14/07	Common Stock 200
Stock Option	\$43.9375				3/13/99 3/13/08	Common Stock 9,000
Stock Option	\$34.625				1/4/00 1/4/09	Common Stock 13,700
Stock Option	\$24.219				1/31/01 1/31/10	Common Stock 43,735
Stock Option	\$27.425				2/16/02 2/16/11	Common Stock 70,300
Stock Option	\$30.58				10/31/02 1/31/10	Common Stock 1,342
Stock Option(3)	\$34.635				2/22/03 2/22/12	Common Stock 70,700
Stock Option(4)	\$30.18				2/21/04 2/21/13	Common Stock 56,100

Explanation of Responses:

- (1) As of 12/31/02.
- (2) Excludes dividends reinvested after 12/31/02.
- (3) The option became exercisable in two equal annual installments beginning February 22, 2003.
- (4) The option becomes exercisable in two equal annual installments beginning February 21, 2004.

/s/ James K. Markey

March 18, 2003

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

Date

** Intentional misstatements or omissions of facts constitute Federal

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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 provided is insufficient, see Instruction 6 for procedure.

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