

JORNDT DANIEL L
 Form 4
 November 05, 2004

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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

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

STATEMENT OF CHANGES IN 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 or Type Responses)

1. Name and Address of Reporting Person *
 JORNDT DANIEL L

2. Issuer Name and Ticker or Trading Symbol
 KELLOGG CO [K]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 PO BOX 3599
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/03/2004

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

BATTLE CREEK, MI 49016-3599
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	11/03/2004		A	25,000	\$ 43 55,000	D	Indirect Beneficial Ownership
Common Stock	11/03/2004		M	5,000	\$ 32.695 60,000	D	Indirect Beneficial Ownership
Common Stock	11/03/2004		F	3,807	\$ 42.95 56,193	D	Indirect Beneficial Ownership
Common Stock	11/03/2004		M	850	\$ 34.635 57,043	D	Indirect Beneficial Ownership
Common Stock	11/03/2004		F	686	\$ 42.95 56,357	D	Indirect Beneficial Ownership

Edgar Filing: JORNDT DANIEL L - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V	(A)	(D)		
Stock Option	\$ 32.695	11/03/2004		M		5,000	07/31/2003 01/31/2013	Common Stock	5,000
Stock Option	\$ 42.95	11/03/2004		A		3,807	11/03/2004 01/31/2013	Common Stock	3,807
Stock Option	\$ 34.635	11/03/2004		M		850	08/22/2002 02/22/2012	Common Stock	850
Stock Option	\$ 42.95	11/03/2004		A		686	11/03/2004 02/22/2012	Common Stock	686

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JORNDT DANIEL L PO BOX 3599 BATTLE CREEK, MI 49016-3599		X		

Signatures

James K. Markey,
Attorney-in-Fact

11/04/2004

**Signature of Reporting Person Date

Explanation of Responses:

* 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.