

BRYANT JOHN A  
Form 4  
November 15, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 \*  
BRYANT JOHN A

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)

3. Date of Earliest Transaction (Month/Day/Year)  
11/10/2005

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

Executive Vice President

PO BOX 3599

(Street)

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

BATTLE CREEK, MI 49016-3599

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 11/10/2005                           |  | M                              |   | 39,667  | A  | \$ 34.635   |
|                                 |                                      |  |                                |   |   |  | 148,184.6456<br>(1)                                   |
| Common Stock                    | 11/10/2005                           |  | F                              |   | 34,458  | D  | \$ 44.52  |
|                                 |                                      |  |                                |   |   |  | 113,726.6456<br>(1)                                   |
| Common Stock                    | 11/10/2005                           |  | M                              |   | 10,000  | A  | \$ 34.625   |
|                                 |                                      |  |                                |   |   |  | 123,726.6456<br>(1)                                   |
| Common Stock                    | 11/10/2005                           |  | F                              |   | 8,686   | D  | \$ 44.52  |
|                                 |                                      |  |                                |   |   |  | 115,040.6456<br>(1)                                   |
| Common Stock                    | 11/10/2005                           |  | M                              |   | 12,245  | A  | \$ 34.385   |
|                                 |                                      |  |                                |   |   |  | 127,285.6456<br>(1)                                   |
|                                 | 11/10/2005                           |  | F                              |   | 10,597  | D  | \$ 44.52  |
|                                 |                                      |  |                                |   |   |  |   |

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|              |            |   |       |   |          |                     |   |
|--------------|------------|---|-------|---|----------|---------------------|---|
| Common Stock |            |   |       |   |          | 116,688.6456<br>(1) |   |
| Common Stock | 11/10/2005 | M | 4,660 | A | \$ 33.06 | 121,348.6456<br>(1) | D |
| Common Stock | 11/10/2005 | F | 3,952 | D | \$ 44.52 | 117,396.6456<br>(1) | D |
| Common Stock | 11/10/2005 | M | 3,087 | A | \$ 33.06 | 120,483.6456<br>(1) | D |
| Common Stock | 11/10/2005 | F | 2,618 | D | \$ 44.52 | 117,865.6456<br>(1) | D |
| Common Stock | 11/10/2005 | M | 4,859 | A | \$ 31.86 | 122,724.6456<br>(1) | D |
| Common Stock | 11/10/2005 | F | 4,043 | D | \$ 44.52 | 118,681.6456<br>(1) | D |
| Common Stock | 11/10/2005 | M | 6,696 | A | \$ 30.18 | 125,377.6456<br>(1) | D |
| Common Stock | 11/10/2005 | F | 5,422 | D | \$ 44.52 | 119,955.6456<br>(1) | D |

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

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(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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock Option                               | \$ 34.635  | 11/10/2005                           |  | M                              | 39,667  | 02/22/2003 02/22/2012                                    | Common Stock  | 39,667                        |                            |
| Stock Option                               | \$ 44.52   | 11/10/2005                           |  | A                              | 34,458  | 11/10/2005 02/22/2012                                    | Common Stock  | 34,458                        |                            |
| Stock Option                               | \$ 34.625  | 11/10/2005                           |  | M                              | 10,000  | 01/04/2000 01/04/2009                                    | Common Stock  | 10,000                        |                            |
| Stock Option                               | \$ 44.52   | 11/10/2005                           |  | A                              | 8,686   | 11/10/2005 01/04/2009                                    | Common Stock  | 8,686                         |                            |

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|              |           |            |   |        |            |            |              |        |
|--------------|-----------|------------|---|--------|------------|------------|--------------|--------|
| Stock Option | \$ 34.385 | 11/10/2005 | M | 12,245 | 11/06/2003 | 02/16/2011 | Common Stock | 12,245 |
| Stock Option | \$ 44.52  | 11/10/2005 | A | 10,597 | 11/10/2005 | 02/16/2011 | Common Stock | 10,597 |
| Stock Option | \$ 33.06  | 11/10/2005 | M | 4,660  | 05/05/2003 | 02/16/2011 | Common Stock | 4,660  |
| Stock Option | \$ 44.52  | 11/10/2005 | A | 3,952  | 11/10/2005 | 02/16/2011 | Common Stock | 3,952  |
| Stock Option | \$ 33.06  | 11/10/2005 | M | 3,087  | 05/05/2003 | 01/31/2010 | Common Stock | 3,087  |
| Stock Option | \$ 44.52  | 11/10/2005 | A | 2,618  | 11/10/2005 | 01/31/2010 | Common Stock | 2,618  |
| Stock Option | \$ 31.86  | 11/10/2005 | M | 4,859  | 11/05/2002 | 01/31/2010 | Common Stock | 4,859  |
| Stock Option | \$ 44.52  | 11/10/2005 | A | 4,043  | 11/10/2005 | 01/31/2010 | Common Stock | 4,043  |
| Stock Option | \$ 30.18  | 11/10/2005 | M | 6,696  | 02/21/2004 | 02/21/2013 | Common Stock | 6,696  |
| Stock Option | \$ 44.52  | 11/10/2005 | A | 5,422  | 11/10/2005 | 02/21/2013 | Common Stock | 5,422  |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| BRYANT JOHN A<br>PO BOX 3599<br>BATTLE CREEK, MI 49016-3599 |               |           | Executive Vice President |       |

## Signatures

James K. Markey,  
Attorney-in-Fact  
11/15/2005

\*\*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).
- (1) Excludes dividends reinvested after 12/31/04.

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