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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning

, and ending

Name of foundation KELLOGG COMPANY TWENTY-FIVE YEAR EMPLOYEES FUND		A Employer identification number 38-6039770
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 3599	Room/suite	B Telephone number (269)961-2867
City or town, state, and ZIP code BATTLE CREEK, MI 49016		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 61,012,738. (Part I, column (d) must be on cash basis.)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		2,154,898.	2,154,898.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		281,039.			
b Gross sales price for all assets on line 6a 1,700,000.					
7 Capital gain net income (from Part IV, line 2)			281,039.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 4 through 11		2,435,937.	2,435,937.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 1		11,453.	0.		11,453.
b Accounting fees Stmt 2		6,000.	1,200.		4,800.
c Other professional fees Stmt 3		195,635.	0.		186,768.
17 Interest					
18 Taxes Stmt 4		24,335.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		2,574.	0.		2,574.
22 Printing and publications					
23 Other expenses Stmt 5		1,211.	1,211.		0.
24 Total operating and administrative expenses Add lines 13 through 23		241,208.	2,411.		205,595.
25 Contributions, gifts, grants paid		6,140,534.			3,740,534.
26 Total expenses and disbursements Add lines 24 and 25		6,381,742.	2,411.		3,946,129.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-3,945,805.			
b Net investment income (if negative, enter -0-)			2,433,526.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	730,464.	598,983.	598,983.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		5,665.	5,665.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 6	32,846,943.	32,518,988.	32,518,988.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 7	29,265,415.	27,889,102.	27,889,102.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	62,842,822.	61,012,738.	61,012,738.
	17 Accounts payable and accrued expenses			
	18 Grants payable		2,400,000.	
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)	3,330.	0.		
23 Total liabilities (add lines 17 through 22)	3,330.	2,400,000.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	62,839,492.	58,612,738.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	62,839,492.	58,612,738.		
31 Total liabilities and net assets/fund balances	62,842,822.	61,012,738.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	62,839,492.
2 Enter amount from Part I, line 27a	2	-3,945,805.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	58,893,687.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON ASSETS	5	280,949.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	58,612,738.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		P		
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,700,000.		1,418,961.	281,039.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			281,039.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	281,039.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	2,985,058.	61,898,729.	.048225
2009	2,509,689.	56,075,027.	.044756
2008	3,617,679.	63,889,388.	.056624
2007	1,226,129.	66,763,070.	.018365
2006	4,809,648.	61,590,088.	.078091

2 Total of line 1, column (d)	2	.246061
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.049212
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	64,235,446.
5 Multiply line 4 by line 3	5	3,161,155.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,335.
7 Add lines 5 and 6	7	3,185,490.
8 Enter qualifying distributions from Part XII, line 4	8	3,946,129.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	24,335.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	24,335.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	24,335.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 30,000.	7	30,000.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	5,665.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 5,665. Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>The Foundation</u> Telephone no. ► <u>(269) 961-2867</u> Located at ► <u>P.O. BOX 3599, BATTLE CREEK, MI</u> ZIP+4 ► <u>49016</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 8		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MANAGING DECISIONS		
400 ORCHARD AVE., BATTLE CREEK, MI 49017	FUND ADMINISTRATION	138,313.
KELLOGG COMPANY		
ONE KELLOGG SQUARE, BATTLE CREEK, MI 49016	ADMINISTRATION	57,000.

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	64,327,257.
b	Average of monthly cash balances	1b	886,394.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	65,213,651.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	65,213,651.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	978,205.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	64,235,446.
6	Minimum investment return. Enter 5% of line 5	6	3,211,772.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	3,211,772.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	24,335.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	24,335.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,187,437.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,187,437.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,187,437.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,946,129.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,946,129.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	24,335.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,921,794.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				3,187,437.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008	156,858.			
d From 2009	314,776.			
e From 2010				
f Total of lines 3a through e	471,634.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 3,946,129.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				3,187,437.
e Remaining amount distributed out of corpus	758,692.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,230,326.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,230,326.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	156,858.			
c Excess from 2009	314,776.			
d Excess from 2010				
e Excess from 2011	758,692.			

KELLOGG COMPANY TWENTY-FIVE YEAR

Form 990-PF (2011)

EMPLOYEES FUND

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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities.					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

See Statement 9

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

KELLOGG COMPANY TWENTY-FIVE YEAR

Form 990-PF (2011)

EMPLOYEES FUND

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT				3,740,534.
Total			3a	3,740,534.
b Approved for future payment				
BATTLE CREEK PUBLIC SCHOOLS 3 WEST VAN BUREN BATTLE CREEK, MI 49017	NONE	N/A	EDUCATION	2,400,000.
Total			3b	2,400,000.

Form 990-PF (2011)

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	2,154,898.	
		18	281,039.	
	0.		2,435,937.	0.

13 2,435,937

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Form 990-PF	Legal Fees			Statement 1
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL	11,453.	0.		11,453.
To Fm 990-PF, Pg 1, ln 16a	11,453.	0.		11,453.

Form 990-PF	Accounting Fees			Statement 2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	6,000.	1,200.		4,800.
To Form 990-PF, Pg 1, ln 16b	6,000.	1,200.		4,800.

Form 990-PF	Other Professional Fees			Statement 3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CONSULTING	138,313.	0.		138,313.
ADMINISTRATIVE	57,322.	0.		48,455.
To Form 990-PF, Pg 1, ln 16c	195,635.	0.		186,768.

Form 990-PF	Taxes			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE	24,335.	0.		0.
To Form 990-PF, Pg 1, ln 18	24,335.	0.		0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
BANK FEES & MISCELLANEOUS	1,211.	1,211.			0.
To Form 990-PF, Pg 1, ln 23	1,211.	1,211.			0.

Form 990-PF	Corporate Stock		Statement	6
Description	Book Value		Fair Market Value	
KELLOGG COMPANY	32,518,988.		32,518,988.	
Total to Form 990-PF, Part II, line 10b	32,518,988.		32,518,988.	

Form 990-PF	Other Investments		Statement	7
Description	Valuation Method	Book Value	Fair Market Value	
MAINSTAY EQUITY SECURITIES	COST	14,015,615.	14,015,615.	
PIMCO INVESTMENT	COST	13,832,968.	13,832,968.	
DIVIDENDS RECEIVABLE	COST	40,519.	40,519.	
Total to Form 990-PF, Part II, line 13		27,889,102.	27,889,102.	

Form 990-PF Part VIII - List of Officers, Directors Statement 8
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
TIM KNOWLTON ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	PRESIDENT 0.00	0.	0. 0.
JOEL VANDERKOOI ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	TREASURER 0.00	0.	0. 0.
CELESTE CLARK ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	DIRECTOR 0.00	0.	0. 0.
ED RECTOR ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	VICE PRESIDENT 0.00	0.	0. 0.
RON DISSINGER ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	DIRECTOR 0.00	0.	0. 0.
MARGARET BATH ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	DIRECTOR 0.00	0.	0. 0.
MIKE BIVENS ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	VICE PRESIDENT 0.00	0.	0. 0.
KRIS CHARLES ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	DIRECTOR 0.00	0.	0. 0.
LINDA FIELDS ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	SECRETARY 0.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		0.	0. 0.

Form 990-PF	Grant Application Submission Information	Statement	9
	Part XV, Lines 2a through 2d		

Name and Address of Person to Whom Applications Should be Submitted

MANAGING DECISIONS
400 ORCHARD AVE.
BATTLE CREEK, MI 49017

Telephone Number

269-962-7775

Form and Content of Applications

TO QUALIFY FOR CHARITABLE CONTRIBUTIONS, QUALIFYING ORGANIZATIONS MUST:

1. SUBMIT REQUEST IN WRITING TO TRUSTEES
2. PROVE ABILITY TO PROVIDE BENEFITS TO 25-YEAR CLUB MEMBERS AS DEEMED BY TRUSTEES

Any Submission Deadlines

NONE

Restrictions and Limitations on Awards

TO QUALIFY FOR CHARITABLE CONTRIBUTIONS, QUALIFYING ORGANIZATIONS MUST:

1. HAVE BEEN EMPLOYED BY KELLOGG COMPANY OR ONE OF ITS SUBSIDIARIES FOR 25 OR MORE YEARS OR BE A SPOUSE OF SUCH PERSON
2. COMPLETE THE APPLICATION FOR ASSISTANCE FORM
3. MEET MINIMUM FINANCIAL-NEED REQUIREMENTS AS DETERMINED BY FUND TRUSTEES:
 - A. QUALIFYING INCOME DEPENDING ON NUMBER IN HOUSEHOLD
 - B. LIQUID ASSETS LESS THAN \$20,000 PER COUPLE OR \$15,000 PER INDIVIDUAL
 - C. NO SIGNIFICANT PROPERTY ASSETS BEYOND PRIMARY RESIDENCE
4. BE APPROVED BY FUND TRUSTEES (TRUSTEES ALSO DETERMINE AMOUNT OF GRANT)

Tax Return Carryovers to 2012

NAME: KELLOGG COMPANY TWENTY-FIVE YEAR EMPLOYEES FUND

ID Number: 38-6039770

[illegible]

Contributions Paid

January through December 2011

Name	Address	Relationship	Status	Purpose	Amount
AGNES HESTER	ATTN MAIL-IN TELLER (A Hester ACCT) COMERICA BANK 6405 B DR N, STE A	None	N/A	Hardship	28,278
ALBERTA REESE	92 PARK RIDGE DRIVE BATTLE CREEK, MI 49017	None	N/A	Hardship	16,776
ALEJANDRO FAVILA	AHUEHUETE #113, FRACC	None	N/A	Hardship	2,400
ALICE BANASZAK	ATTN MAIL-IN TELLER (A Banaszak ACCT) KELLOGG FEDERAL CREDIT UNION P O BOX 140	None	N/A	Hardship	8,759
ALKIVIADIS AGORITSAS	10/165-199 BANKSIA STREET PAGEWOOD, NSW 2035	None	N/A	Hardship	3,227
ALTHEA PATTERSON	C/O LARRY MAUPIN 10560 MANNING LAKE RD DELTON, MI 49046	None	N/A	Hardship	28,200
ALVARO MELIA MONTES	ESPINO NO 101	None	N/A	Hardship	6,060
ANNABEL GREEN	ATTN MAIL-IN TELLER (A Green ACCT) KELLOGG FEDERAL CREDIT UNION P.O. BOX 140	None	N/A	Hardship	11,262
ARLENE GELEFF	231 SPRINGVIEW DR BATTLE CREEK, MI 49017	None	N/A	Hardship	3,026
AUDREY HIGGINS	RR 2 8677 GOOSEMARSH LINE GRAND BEND ON NOM 1T0	None	N/A	Hardship	17,004
BARB ADRIAN	c/o PAMELA SMITH 121 LINWOOD STREET LONDON ON N5Y 1W5	None	N/A	Hardship	17,004
BARB BRENNER	56 N 31ST STREET BATTLE CREEK, MI 49015	None	N/A	Hardship	8,100
BARBARA BROWN	ATTN MAIL-IN TELLER (B Brown ACCT) WELLS FARGO BANK 516 NORTH LINCOLN RD	None	N/A	Hardship	2,400
BARBARA PAIGE	ATTN MAIL-IN TELLER (B Paige ACCT) PNC BANK 65 SOUTH 20TH STREET	None	N/A	Hardship	2,555
BERYL GIFFORD	46 NORTHCOTE ROAD GREENACRE - SYDNEY N S W 2190	None	N/A	Hardship	5,592
BETTY MARIE GOLDEN	317 BURNHAM ST W BATTLE CREEK, MI 49015	None	N/A	Hardship	3,631
BETTY NOUD	ATTN MAIL-IN TELLER (B Noud ACCT) KELLOGG FEDERAL CREDIT UNION P O BOX 140	None	N/A	Hardship	8,400
BEVERLY WELLINGTON	900 W TERRITORIAL ROAD APT. 116 BATTLE CREEK, MI 49015	None	N/A	Hardship	1,800
BJ TSHABALALA	12 BRESLER ST SHARON PARK NIGEL GP 1496	None	N/A	Hardship	801
BLANCA de GONZALES	BAGRE 3912 RES LOMA BONITA	None	N/A	Hardship	7,600
BONNIE BROWN	6333 HAMILTON ST OMAHA, NE 68132	None	N/A	Hardship	8,700
BRADFORD COFIELD	2440 BARGE ROAD SW APT 211 ATLANTA, GA 30331-5246	None	N/A	Hardship	6,723
BUSISWE NOMQA	13 MAKGABUTLANE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,847
CALIXTO OLVERA	EDIFICO "A" INT 1-A, COLONIA SATALITE	None	N/A	Hardship	1,800
CANDANCE CAMPBELL	157 MANLEY ROAD WHALLEY RANGE MANCHESTER, ENG M16 8NF	None	N/A	Hardship	9,629
CAROLYN REDDEN	86 VALE BATTLE CREEK, MI 49014	None	N/A	Hardship	2,839
CARRIE WHITE	ATTN MAIL-IN TELLER (C WHITE ACCT) CB&T EAST AL A DIV OF SYNOVUS BANK P O BOX 120	None	N/A	Hardship	7,200
DONNA FULLERTON	216 CALICO LANE BATTLE CREEK, MI 49037	None	N/A	Hardship	4,276
DORIS WILDER	17644 10 MILE RD BATTLE CREEK, MI 49014	None	N/A	Hardship	2,324
DOROTHY HYLTON	17 LINDUM AVENUE STRETTFORD MANCHESTER, ENG M16 9NQ	None	N/A	Hardship	5,296
DOROTHY EDGERTON	ATTN MAIL-IN TELLER (D Edgerton ACCT) SOUTHERN MICHIGAN BANK & TRUST 51 WEST PEAF	None	N/A	Hardship	11,443
E TOMKINSON	7 LEE CRESCENT, GORSE HILL STRETTFORD MANCHESTER, ENG M32 OTW	None	N/A	Hardship	3,851
EDITH LACZ	4524 SOUTH 34TH STREET OMAHA, NE 68107	None	N/A	Hardship	4,125
EDWARD L SCHWARTZ	ATTN MAIL-IN TELLER (E Schwartz ACCT) KELLOGG CREDIT UNION P O BOX 140	None	N/A	Hardship	3,270
ELEANOR L TEETER	ATTN MAIL-IN TELLER (E Teeter ACCT) KELLOGG FED CREDIT UNION P O BOX 140	None	N/A	Hardship	6,000
ELIAS MORE	12369 KOAGO STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	2,435
EUSEBIO AGUILAR GONZALEZ	PIZARRA 262-COL. SATELITE	None	N/A	Hardship	4,706

Contributions Paid
January through December 2011

ELIZABETH DABBS	12930 FARMINGTON BLVD TAMPA, FL 33625	None	N/A	Hardship	200
ELIZABETH JACKSON	ATTN MAIL-IN TELLER (E Jackson ACCT) KELLOGG COMMUNITY FEDERAL CU P O BOX 140	None	N/A	Hardship	25,332
ELIZABETH JENKINS	ATTN MAIL-IN TELLER (E JENKINS ACCT) KELLOGG COMMUNITY FEDERAL CU P O BOX 140	None	N/A	Hardship	7,825
EMILY FITZPATRICK	18 LYNTHURST ROAD STRETTFORD MANCHESTER, ENG M32	None	N/A	Hardship	3,329
EMMANUEL A VAN LIEROP	ATTN MAIL-IN TELLER (E Van Lierop ACCT) ROYAL BANK OF CANADA 1530 ADELAIDE ST N	None	N/A	Hardship	11,970
ENOCK MSIBI	11538 MANENSTRA STREET KWA THEMA SPRINGS GP 1575	None	N/A	Hardship	3,358
ENRIQUETA CAMARILLO LLANAS	MANUEL GONZALES #42 BAJA CALIFORNIA E-510	None	N/A	Hardship	2,580
ESTER MARTINEZ CORIA	Robles #106, Jurica, Queretaro, QRO, 76100	None	N/A	Hardship	1,900
EUGENE LA FORCE	8040 SWIFT RD BATTLE CREEK, MI 49017	None	N/A	Hardship	9,000
EVA CLOUD	25643A FREDA DRIVE ELKHART, IN 46514	None	N/A	Hardship	12,600
EVA DEL MCGILL	ATTN MAIL-IN TELLER (E McGill ACCT) TORONTO DOMINION CANADA TRUST 1030 ADELAIDE S	None	N/A	Hardship	2,146
EVELYN LANTRIP	ATTN MAIL-IN TELLER (E Lantrip ACCT) KELLOGG COMMUNITY FCU P.O BOX 140	None	N/A	Hardship	8,600
FLORENCE M HYDES	1/119 MAROUBRA RD MAROUBRA, NSW 2035	None	N/A	Hardship	2,482
FLOYD FRY	3135 MCDONALD LANE RICHLAND, MI 49083	None	N/A	Hardship	12,178
FRANK KHOZA	PO BOX 55 THULAMAHESHE BUSHBUCKRIDGE, GP 1365	None	N/A	Hardship	3,106
GAYLORD HUNT	188 MARSHALL ST S BURLINGTON, MI 49029	None	N/A	Hardship	243
GEORGIA BRACKETT	9700 44TH WAY PINELLAS PARK, FL 33782	None	N/A	Hardship	10,200
GEORGINA STOREY	305 SHERMAN RD BATTLE CREEK, MI 49017	None	N/A	Hardship	7,128
GERALD RUTHERFORD	9375 LOST TRAIL DR DELTON, MI 49046	None	N/A	Hardship	20,790
GERALDINE GORDON	333 EAST MILL ST P O BOX 555 ATHENS, MI 49011	None	N/A	Hardship	2,050
GERALDINE LYNN	292 REYNOLDS ROAD BATTLE CREEK, MI 49015	None	N/A	Hardship	270
GIOVANNI SAPUPPO	12 ROBESY STREET MASCOT SYDNEY, NSW 2020	None	N/A	Hardship	2,482
GLORIA COFFING	20496 MCCALLISTER ROAD BATTLE CREEK, MI 49014	None	N/A	Hardship	8,100
GORDON STINE	8289 CALVIN ROAD BATTLE CREEK, MI 49017	None	N/A	Hardship	20,617
GUADALUPE VAQUERA DIAZ	AV 20 DE NOVEMBRE #320	None	N/A	Hardship	3,000
HAZEL FUNK	OAK GROVE AFC 7607 OAK GROVE RD CERESCO, MI 49033	None	N/A	Hardship	2,975
HAZEL VAUGHN	11692 RALEIGH LAGRANGE ROAD EADES, TN 38028	None	N/A	Hardship	3,600
HELEN FLEMING	227 NORTH LINCOLN BLVD BATTLE CREEK, MI 49015	None	N/A	Hardship	6,600
HELEN VAN NOCKER	CREEKSIDE LIVING CENTER 160 ORBIT DR BATTLE CREEK, MI 49014	None	N/A	Hardship	20,400
HILDEGARD SCHMIDT	6 MEDINDA COURT VOORTREKER ROAD BRAKPAN, GP 1541	None	N/A	Hardship	2,015
ISAAC NGOZO	19404 KOAGO STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,679
ISABELLA DRINKWATER	11 WOODBINE COURT SHERWOOD PARK AB T8A 4B1	None	N/A	Hardship	9,717
ISIAH NKABINDE	11616 MAKHORJWA STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,259
J READ	19 MYRTLE PLACE SALFORD MANCHESTER, ENG M7 1NG	None	N/A	Hardship	770
JACK K THOMPSON	43 GLADESVILLE ROAD, UNIT 28 HUNTERS HILL SYDNEY, NSW 2110	None	N/A	Hardship	14,894
JAMES BURNS	15 LYNWOOD DRIVE STALMINE POULTON LE FYLDE, ENG FY6 OP2	None	N/A	Hardship	3,370
JAMES SCOTT	ATTN MAIL-IN TELLER (J Scott Acct) PNC BRANCH 131 NORTH MAIN STREET	None	N/A	Hardship	23,082
JANE NTSHEHI	209 MOHLALA STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	3,358

Kellogg Company Twenty-Five Year Employee Fund

38-6039770

990 Part XV

Contributions Paid

January through December 2011

JANIECE WALLACE	C/O MIKE & EUGENA BROWN 13637 W SOLA DR SUN CITY WEST, AZ 85375	None	N/A	Hardship	28,750
JENNIE CORKINS	ATTN MAIL-IN TELLER (J CORKINS ACCT) COMERICA BANK 1535 W MICHIGAN AVE	None	N/A	Hardship	18,000
JEREMIAH MCCARTHY	ATTN MAIL-IN TELLER (J McCarthy ACCT) WACHOVIA BANK 1030 MONTGOMERY ROAD	None	N/A	Hardship	9,600
JESSIE CAMPBELL	C/O DAVID CAMPBELL 7020 S IONIA RD BELLEVUE, MI 49021	None	N/A	Hardship	25,800
JOAN BRADSTREET	10450 6 MILE ROAD LOT 114 BATTLE CREEK, MI 49014	None	N/A	Hardship	9,600
JOB MAKGALEMELE	9104 TAWANA ST TSAKANG, GP 1550	None	N/A	Hardship	2,204
JOE MCPHILBIN	2 BYRON RD STRETFORD MANCHESTER, ENG M32 OTZ	None	N/A	Hardship	10,591
JOHN FITZPATRICK	709 N WALNUT ST, APT B GLENWOOD, IA 51534	None	N/A	Hardship	1,155
JOSE PABLO CISNEROS	Sierra Las Milpas 130, Fracc Las Fuentes, Reynosa, TA, 88743	None	N/A	Hardship	480
JOSEFINA NAVARRO GARCIA	DAMIAN CARMONA, NO. 33	None	N/A	Hardship	7,800
JOSEPH MULVEY	3 REEVEY AVENUE HAZEL GROVE STOCKPORT, ENG SK3 5A2	None	N/A	Hardship	3,851
JOYCE CLAPP	555 WEST TERRITORIAL BATTLE CREEK, MI 49015	None	N/A	Hardship	10,800
JUAN MANUEL BRAVO	Robles #106, Jurca, Queretaro, QRO, 76100	None	N/A	Hardship	5,300
JULAIN GREEN	ATTN. MAIL-IN TELLER (J GREEN ACCT) KCFCU P O BOX 140	None	N/A	Hardship	17,588
KATHLEEN KNOWLES	20 FOREST PARK ROAD OAKMERE NORTHWICH, ENG CW8 2DY	None	N/A	Hardship	2,407
KATHLEEN GAGER	254 HAWTHORNE DR LANCASTER, PA 17603	None	N/A	Hardship	5,880
KENNETH JACKSON	ATTN MAIL-IN TELLER (K Jackson ACCT) KELLOGG CO EFCU 9601 F STREET	None	N/A	Hardship	3,600
KHELINA SHONGWE	11626 SCHACHAT MOMES MODLSANYANE STREET KWA THEMA	None	N/A	Hardship	1,738
LEO BRADSTREET	3612 HARBER DR. BEDFORD, TX 76021	None	N/A	Hardship	18,600
LEONA CARPENTER	ATTN MAIL-IN TELLER (L Carpenter ACCT) COMERICA 6405 B DRIVE N, SUITE A	None	N/A	Hardship	6,000
LESTER SENKER	2519 B DRIVE SOUTH EAST LEROY, MI 49051	None	N/A	Hardship	1,270
LETA GUSTKE	C/O CHARLES DINSMOOR 4074 STOW WAY NAPLES, FL 34116	None	N/A	Hardship	2,125
LOREN ARNEY	P O BOX 370 OLIVET, MI 49076	None	N/A	Hardship	12,600
LOUISA HIGGINSON	17 CORNBROOK COURT OLD TRAFFORD MANCHESTER, ENG M154EP	None	N/A	Hardship	3,851
LOUISA MAHLANGU	115 NKUSI STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	2,519
LOUISE CARPENTER	9725 W DR SOUTH UNION CITY, MI 49094	None	N/A	Hardship	1,200
LUCILLE BOLLEY	C/O MARY MORRIS 728 TERRITORIAL RD W BATTLE CREEK, MI 49015-2926	None	N/A	Hardship	3,610
LUCILLE DAVIS	ATTN MAIL-IN TELLER (L Davis ACCT) INDEPENDENT BANK 290 E. COLUMBIA	None	N/A	Hardship	25,472
MADELINE VAN DYK	No 49 MOOVERWACHT ILLINOIS STREET STELLENRIDGE	None	N/A	Hardship	1,343
MANUEL HERNANDEZ HERNANDEZ	Priveda San Pedro #117, Camillo Puerto, Queretaro, QRO	None	N/A	Hardship	4,150
MARAILANE MAKORO	31 SKOSANA STREET KWA-THELMA SPRINGS, GP 1560	None	N/A	Hardship	1,088
MARGARET COFFMAN	ATTN MAIL-IN TELLER (M COFFMAN ACCT) BANK ATLANTIC 372 E DANIA BEACH BLVD	None	N/A	Hardship	18,000
MARGARET HOOD	22401 HIGHWAY 51 SCOBAY, MS 38953	None	N/A	Hardship	20,919
MARIA AURORA EUFROSINA NIEVES JII PRW NC PEDRO 128		None	N/A	Hardship	4,400
MARIA ELENA JIMENEZ VARGAS	C Cactus 201, El Garambullo, QRO	None	N/A	Hardship	6,600
MARIAN RICHARDS	9551 PENNFIELD ROAD BATTLE CREEK, MI 49014	None	N/A	Hardship	580
MARIE DOUGHERTY	C/O PAM JONES 192 NORTH AVE, APT 4 BATTLE CREEK, MI 49017	None	N/A	Hardship	4,620
MARTIN SITHOLE	10457 MBENGE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	840

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MARY DOYLE	75 MOUNT ROAD ALLINGTON MIDDLETON	None	N/A	Hardship	4,814
MARY HODGES	136 E MERWOOD DRIVE BATTLE CREEK, MI 49017	None	N/A	Hardship	4,800
MARY NOONAN	201 EAST CEDARDALE APT 207 PAPILLION, NE 68048	None	N/A	Hardship	6,000
MARY PERKINS	2537 JAMESTOWN HWY ALPINE, TN 38543	None	N/A	Hardship	3,202
MELVIN METZ	16395 M 89 Augusta, MI 49012	None	N/A	Hardship	3,840
MELVIN WHITING	ATTN MAIL-IN TELLER (M Whiting ACCT) KELLOGG FEDERAL CREDIT UNION P O BOX 140	None	N/A	Hardship	8,700
MILDRED GUSTAVSON	c/o CINDY DELEZENE 6810 RAINWOOD RD OMAHA, NE 68152	None	N/A	Hardship	0
MKHATHAZI NGOZO	41 TLWAELE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,175
MULFORD ROSE	353 EAST SUNSET BLVD BATTLE CREEK, MI 49017	None	N/A	Hardship	12,189
NANCY THOMASON	ATTN MAIL-IN TELLER (N Thomason ACCT) KELLOGG FEDERAL CREDIT UNION P O BOX 140 ch	None	N/A	Hardship	8,400
NOMGQIBELO MBONANI	82 MOHLABI STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	3,358
NONTSIKELELO SOQINASE	18 NKOSI STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,259
NORMAN HUTCHESON	1901 CASE DR UNION CITY, MI 49094	None	N/A	Hardship	150
NORMAN TOMKINSON	104 GLASTONBURY ROAD STRETTFORD MANCHESTER, ENG M32 9PD	None	N/A	Hardship	2,889
OLIVE S ADAMS	ATTN MAIL-IN TELLER (O Adams ACCT) UNITED COMMUNITY BANK 2100 FM 407	None	N/A	Hardship	19,525
PAUL SPRINGER	11 LOWE PLACE KARLONG, NSW 2250	None	N/A	Hardship	204
PAULINA CHAPARRO VDA	Guayule #35, Col. Cedros, Queretaro, QRO	None	N/A	Hardship	6,250
PETER MOGOTSI	36 MAMAPE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,679
PHYLLIS LYTLE	7 TREVOR ROAD PRESTATYN CLWYD, NSW LL197NG	None	N/A	Hardship	3,793
PHYLLIS PETRIE	ATTN MAIL-IN TELLER (P Petrie ACCT) THE BANK OF NOVA SCOTIA 390 SPRINGBANK DRIVE	None	N/A	Hardship	8,819
RAQUEL NUNEZ DE RODRIGUEZ	CALLE VESUBIO NO 315	None	N/A	Hardship	6,300
RAVELLE HUDSON	ATTN MAIL-IN TELLER (R HUDSON ACCT) PNC BANK 65 SOUTH 20TH STREET	None	N/A	Hardship	14,400
RAYMOND CASTLEBERRY	ATTN MAIL-IN TELLER (R Castleberry ACCT) RBC P O BOX 1220	None	N/A	Hardship	20,290
RICHARD BELL	70200 DILLION ROAD, UNIT 89 DESERT HOT SPRINGS, CA 92241-7646	None	N/A	Hardship	4,200
ROBERTA FELTER	21181 COLLIER ROAD BATTLE CREEK, MI 49017	None	N/A	Hardship	11,906
ROSE JENNER	381 GRACE LAKE MARSHALL, MI 49068	None	N/A	Hardship	1,050
ROSEMARY BRYANT	ATTN MAIL-IN TELLER (R Bryant ACCT) KELLOGG FEDERAL CREDIT UNION P O BOX 140	None	N/A	Hardship	9,000
ROSIA HOWARD	ATTN MAIL-IN TELLER (R HOWARD ACCT) KELLOGG FEDERAL CREDIT UNION P.O BOX 140	None	N/A	Hardship	7,200
ROSIE WILLIAMS	3437 TALLYHO RD MEMPHIS, TN 38128	None	N/A	Hardship	1,500
ROSS ADRIAN	89 CHESLEY AVENUE, APT 2 LONDON ON N5Z 2C3	None	N/A	Hardship	13,057
RUFUS JACKSON	2734 TRUDY LANE, UNIT 14 LANSING, MI 48910	None	N/A	Hardship	14,140
SALLY OSBORN	890 W TERRITORIAL RD, APT 106 BATTLE CREEK, MI 49015	None	N/A	Hardship	6,300
SALVADOR BARRERA ALFARO	8 CALLE DEL LAUREL #177	None	N/A	Hardship	7,500
SESI MNCUBE	11577 MAKHONJWA STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	2,015
SHIRLEY BOYLE	14645 ULDRIS DR BATTLE CREEK, MI 49017	None	N/A	Hardship	1,802
STANLEY KATZ	1152 Lakeside Drive Ceresco, MI 49033	None	N/A	Hardship	6,903
SYLVIA WINTERBOTTOM	18 FITTON AVENUE CHARLTON MANCHESTER, ENG M21 7HU	None	N/A	Hardship	2,889
THABO J FRANKLIN	31 SKOSANA STREET KWA THEMA PHELINDADA	None	N/A	Hardship	1,179

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THELMA CROSS	4029 BONNIE DR APOPKA, FL 32703	None	N/A	Hardship	3,723
THELMA SCHLYER	THE FLOWER HOUSE 9950 S CLARK ROAD ROOM 7 NASHVILLE, MI 49073	None	N/A	Hardship	16,800
THERESA KING	5975 ASTER DR BATTLE CREEK, MI 49014	None	N/A	Hardship	8,400
THOMAS MORAN	147 OSWALD ROAD CHONTON, ENG M21 9AZ	None	N/A	Hardship	5,777
THOTHOME MOSETHLA	65 RABOLOU STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	3,358
TREVA CHRISTMAS	3971 CAPITAL SW LOT 33 BATTLE CREEK, MI 49015	None	N/A	Hardship	20,840
TSHWANCHI MANAMELA	5507 TSIE ST, EXT 8 BRAKPAN GP 1550	None	N/A	Hardship	1,779
TWILLA JOHNSON	HILL ROAD 12184 SIX MILE ROAD BATTLE CREEK, MI 49014	None	N/A	Hardship	11,280
VALERIE MCCORMACK	1/119 MAROUBRA ROAD MAROUBRA, NSW 2035	None	N/A	Hardship	621
VERA WILLIAMS	409/4 ROOSEVELT AVENUE RIVERWOOD NSW 2210	None	N/A	Hardship	4,965
VERA EVEREST	10219 I DR N BATTLE CREEK, MI 49014	None	N/A	Hardship	3,972
VICKIE OLDS	414 NORTH MAIN ST TEKONSHA, MI 49092	None	N/A	Hardship	12,000
VIOLET BUCKNER	C/O ROBERT ALLEN 8001 STUART LAKE RD MARSHALL, MI 49068	None	N/A	Hardship	6,000
VIRGIL GEMEINHARDT	2129 S GRANT AVENUE SPRINGFIELD, MO 65807	None	N/A	Hardship	11,075
VONNIE ANDERSON	HERITAGE ASSISTED LIVING 14420 HELMER RD S BATTLE CREEK, MI 49015-8705	None	N/A	Hardship	13,140
WALTER VAN NOCKER	C/O LINDA FICK, GUARDIAN 373 N 28TH STREET SPRINGFIELD, MI 49037	None	N/A	Hardship	5,100
WILLIAM ROTHWELL	22219 ANNS CHOICE WAY WARMINSTER, PA 18974	None	N/A	Hardship	4,800
WILMA STANDISH	1747 S 46TH STREET CLIMAX, MI 49034	None	N/A	Hardship	4,950
WINIFRED V CULLEN	4 CONWAY COURT LLANWRST ROAD CLAN CONWAY, ENG LL28 5SR	None	N/A	Hardship	9,629
ZELLA EIFLER	900 WEST TERRITORIAL AVE, APT 209 BATTLE CREEK, MI 49015	None	N/A	Hardship	7,347
ZONDI NGWENYA	10350 SHABANGU STREET SPRINGS, GP 1575	None	N/A	Hardship	1,679
Miscellaneous foreign currency settlements		None	N/A	Hardship	949
Battle Creek Public Schools	3 West Van Buren, Battle Creek, MI 49017	None	N/A	Education	2,500,000
TOTAL					\$ 3,740,534