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

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

2012

Open to public inspection

For calendar year 2012 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"/> 2. Foreign organizations meeting the 85% test, 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) \$ 64,524,389. (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		2,520,792.	2,520,792.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		308,306.			
b Gross sales price for all assets on line 6a		2,000,000.			
7 Capital gain net income (from Part IV, line 2)			308,306.		
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 1 through 11		2,829,098.	2,829,098.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 1		7,800.	1,560.		6,240.
c Other professional fees Stmt 2		197,729.	0.		197,729.
17 Interest					
18 Taxes Stmt 3		28,261.	0.		0.
19 Depreciation and depletion					
20 Occupancy		2,827.	0.		2,827.
21 Travel, conferences, and meetings		152.	0.		152.
22 Printing and publications					
23 Other expenses Stmt 4		1,446.	1,446.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		238,215.	3,006.		206,948.
25 Contributions, gifts, grants paid		1,291,544.			3,691,544.
26 Total expenses and disbursements. Add lines 24 and 25		1,529,759.	3,006.		3,898,492.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,299,339.			
b Net investment income (if negative, enter -0-)			2,826,092.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	598,983.	1,203,477.	1,203,477.
	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.	1,739.	1,739.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 5	32,518,988.	35,914,287.	35,914,287.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 6	27,889,102.	27,404,886.	27,404,886.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	61,012,738.	64,524,389.	64,524,389.
	17 Accounts payable and accrued expenses			
	18 Grants payable	2,400,000.		
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	2,400,000.	0.	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	58,612,738.	64,524,389.	
	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	58,612,738.	64,524,389.	
	31 Total liabilities and net assets/fund balances	61,012,738.	64,524,389.	

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	58,612,738.
2 Enter amount from Part I, line 27a	2	1,299,339.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON ASSETS	3	4,612,312.
4 Add lines 1, 2, and 3	4	64,524,389.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	64,524,389.

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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 2,000,000.		1,691,694.	308,306.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			308,306.
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	308,306.
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 the 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))
2011	3,921,794.	64,235,446.	.061053
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

2 Total of line 1, column (d)	2	.229023
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	.045805
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	61,903,016.
5 Multiply line 4 by line 3	5	2,835,468.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	28,261.
7 Add lines 5 and 6	7	2,863,729.
8 Enter qualifying distributions from Part XII, line 4	8	3,898,492.

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	28,261.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	28,261.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	28,261.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	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	1,739.
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 2013 estimated tax <input checked="" type="checkbox"/> 1,739. Refunded <input checked="" 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
2 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.		
3 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 2012 or the taxable year beginning in 2012 (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 ► N/A	13	X	
14	The books are in care of ► The Foundation Telephone no. ► (269) 961-2867 Located at ► P.O. BOX 3599, BATTLE CREEK, MI ZIP+4 ► 49016			
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	15	N/A	
16	At any time during calendar year 2012, 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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► , , ,	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	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 2012 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 2012.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2012?		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

5b

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?

6b

X

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

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 7		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 KELLOGG COMPANY	FUND ADMINISTRATION	112,209.
ONE KELLOGG SQUARE, BATTLE CREEK, MI 49016	ADMINISTRATION	63,000.

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		
3	All other program-related investments. See instructions.	

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	62,055,712.
b Average of monthly cash balances	1b	789,990.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	62,845,702.
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	62,845,702.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	942,686.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	61,903,016.
6 Minimum investment return. Enter 5% of line 5	6	3,095,151.

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	3,095,151.
2a Tax on investment income for 2012 from Part VI, line 5	2a	28,261.	
b Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	28,261.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	3,066,890.
4 Recoveries of amounts treated as qualifying distributions		4	0.
5 Add lines 3 and 4		5	3,066,890.
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	3,066,890.

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	3,898,492.
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	3,898,492.
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	28,261.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,870,231.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				3,066,890.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	156,858.			
c From 2009	314,776.			
d From 2010				
e From 2011	758,692.			
f Total of lines 3a through e	1,230,326.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 3,898,492.				
a Applied to 2011, 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 2012 distributable amount				3,066,890.
e Remaining amount distributed out of corpus	831,602.			
5 Excess distributions carryover applied to 2012 (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:	2,061,928.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				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 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	2,061,928.			
10 Analysis of line 9:				
a Excess from 2008	156,858.			
b Excess from 2009	314,776.			
c Excess from 2010				
d Excess from 2011	758,692.			
e Excess from 2012	831,602.			

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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 2012, 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) 2012	(b) 2011	(c) 2010	(d) 2009	
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 or e-mail of the person to whom applications should be addressed:

See Statement 8

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:

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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				3,691,544.
Total			▶ 3a	3,691,544.
b Approved for future payment				
None				
Total			▶ 3b	0.

12160430 781711 KELLOGG25YR 2012.03030 KELLOGG COMPANY TWENTY-FIVE KELLOG01

Form 990-PF	Accounting Fees			Statement 1
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING	7,800.	1,560.		6,240.
To Form 990-PF, Pg 1, ln 16b	7,800.	1,560.		6,240.

Form 990-PF	Other Professional Fees			Statement 2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CONSULTING	112,209.	0.		112,209.
ADMINISTRATIVE	63,020.	0.		63,020.
LIASON	22,500.	0.		22,500.
To Form 990-PF, Pg 1, ln 16c	197,729.	0.		197,729.

Form 990-PF	Taxes			Statement 3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE	28,261.	0.		0.
To Form 990-PF, Pg 1, ln 18	28,261.	0.		0.

Form 990-PF	Other Expenses			Statement 4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK FEES & MISCELLANEOUS	1,446.	1,446.		0.
To Form 990-PF, Pg 1, ln 23	1,446.	1,446.		0.

Form 990-PF	Corporate Stock	Statement	5
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Description	Book Value	Fair Market Value
KELLOGG COMPANY	35,914,287.	35,914,287.
Total to Form 990-PF, Part II, line 10b	35,914,287.	35,914,287.

Form 990-PF	Other Investments	Statement	6
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Description	Valuation Method	Book Value	Fair Market Value
MAINSTAY EQUITY SECURITIES	COST	14,059,511.	14,059,511.
PIMCO INVESTMENT	COST	13,314,392.	13,314,392.
DIVIDENDS RECEIVABLE	COST	30,983.	30,983.
Total to Form 990-PF, Part II, line 13		27,404,886.	27,404,886.

Form 990-PF Part VIII - List of Officers, Directors Statement 7
 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.
JODI GIBSON ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	EXECUTIVE 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	PRESIDENT 0.00	0.	0.	0.
GUSTAVO FERNANDEZ ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	DIRECTOR 0.00	0.	0.	0.
KRIS CHARLES ONE KELLOGG SQUARE BATTLE CREEK, MI 49016	VICE PRESIDENT 0.00	0.	0.	0.
SAMMIE LONG 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 Part XV, Lines 2a through 2d	Statement	8
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Name and Address of Person to Whom Applications Should be Submitted

ANN GALLAGHER

c/o 25 Year Fund, One Kellogg Sq.
Battle Creek, MI 49016

Telephone Number

269-961-2166

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)
-

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Name	Address	Relationship			Purpose	Amount
		Relationship	Status	Amount		
AGNES HESTER	ATTN MAIL-IN TELLER (A Hester ACCT) COMERICA BANK 8405 B DR N, STE A BATTLE CREEK, MI 49014	None	N/A	19,501 10	Hardship	
ALBERTA REESE	116 PARK RIDGE DRIVE BATTLE CREEK, MI 49017	None	N/A	13,858 00	Hardship	
ALEJANDRO FAVILA	AHUEHUETE #113, FRACC VILLAS DEL ALAMO PACHUCUDE SUTO HG C P 42184-CR -42001	None	N/A	2,400 00	Hardship	
ALFRED MARSLAND	399 NORRIS ROAD SALE MANCHESTER, ENG M33 2QN	None	N/A	642 00	Hardship	
ALICE BANASZAK	KFCU ATTN MAIL-IN TELLER (A Banaszak ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	5,944 07	Hardship	
ALKIVIADIS AGORITSAS	10/165-199 BANKSIA STREET PAGEWOOD, NSW 2035	None	N/A	3,216 30	Hardship	
ALTHEA PATTERSON	C/O LARRY MAUPIN 10560 MANNING LAKE RD DELTON, MI 49046	None	N/A	24,000 00	Hardship	
ALVARO MELIA MONTES	ESPINO NO 101 ESQUINA CON CACTUS GARAMBULLO QRO 76115	None	N/A	6,060 00	Hardship	
ANNABEL GREEN	KFCU ATTN MAIL-IN TELLER (A Green ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	7,881 00	Hardship	
ARLENE GELEFF	231 SPRINGVIEW DR BATTLE CREEK, MI 49017	None	N/A	3,250 00	Hardship	
AUDREY DOLPHIN	702 ANGUS LN BATTLE CREEK, MI 49037	None	N/A	800 00	Hardship	
AUDREY HIGGINS	RR 2 8677 GOOSEMARSH LINE GRAND BEND ON NOM 1T0	None	N/A	5,559 40	Hardship	
BARB ADRIAN	c/o PAMELA SMITH 121 LINWOOD STREET LONDON ON N5Y 1W5	None	N/A	16,749 04	Hardship	
BARB BRENNER	56 N 31ST STREET BATTLE CREEK, MI 49015	None	N/A	9,600 00	Hardship	
BARBARA BROWN	ATTN MAIL-IN TELLER (B Brown ACCT) WELLS FARGO BANK 516 NORTH LINCOLN RD ESCANABA, MI 49829	None	N/A	2,400 00	Hardship	
BARBARA PAIGE	ATTN MAIL-IN TELLER (B Paige ACCT) PNC BANK 65 SOUTH 20TH STREET BATTLE CREEK, MI 49015	None	N/A	2,600 00	Hardship	
BERYL GIFFORD	46 NORTHCOTE ROAD GREENACRE - SYDNEY N S W 2190	None	N/A	3,092 81	Hardship	
BETTY MARIE GOLDEN	317 BURNHAM ST W BATTLE CREEK, MI 49015	None	N/A	18,420 50	Hardship	
BETTY MILLER	C/O JOANN COUNTS 7139 JASPER DRIVE HUDSONVILLE, MI 49426	None	N/A	5,900 00	Hardship	
BETTY NOUD	KFCU ATTN MAIL-IN TELLER (B Noud ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	8,400 00	Hardship	
BJ TSHABALALA	12 BRESLER ST SHARON PARK NIGEL GP 1496	None	N/A	835 50	Hardship	
BLANCA DE GONZALES	BAGRE 3912 RES LOMA BONITA ZAPOPAN, JALISCO JA 44590	None	N/A	7,800 00	Hardship	
BONNIE BROWN	6333 HAMILTON ST OMAHA, NE 68132	None	N/A	8,700 00	Hardship	
BOOTS SPOONER	120 BRIGHTON PARK HUNTINGTON HILLS BATTLE CREEK, MI 49015	None	N/A	12,600 00	Hardship	
BRADFORD COFIELD	200 PEYTON PLACE BLDG 500, APT 5104 ATLANTA, GA 30311	None	N/A	12,243 00	Hardship	
BUSISWE NOMQA	13 MAKGABUTLANE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	1,598 30	Hardship	
CALIXTO OLVERA	EDIFICO "A" INT 1-A, COLONIA SATALITE QUERETARO, QUE MEXICO	None	N/A	1,900 00	Hardship	
CANDANCE CAMPBELL	157 MANLEY ROAD WHALLEY RANGE MANCHESTER, ENG M16 8NF	None	N/A	9,482 00	Hardship	
CARRIE WHITE	ATTN MAIL-IN TELLER (C White ACCT) CB&T EAST AL A DIV OF SYNOVUS BANK P O BOX 120 COLUMBUS, GA 31902	None	N/A	600 00	Hardship	
DORIS OMEDO	C/O LINDA PIERCE 2430 ARTHUR RD GERMANTOWN, TN 38138	None	N/A	16,350 00	Hardship	
DORIS WILDER	17644 10 MILE RD BATTLE CREEK, MI 49014	None	N/A	7,815 39	Hardship	
DOROTHY HYLTON	17 LINDUM AVENUE STRETTFORD MANCHESTER, ENG M16 9NQ	None	N/A	5,215 11	Hardship	
DOROTHY EDGERTON	ATTN MAIL-IN TELLER (D Edgerton ACCT) SOUTHERN MICHIGAN BANK 51 WEST PEARL, COLDWATER, MI 49036	None	N/A	8,225 00	Hardship	
EDITH TOMKINSON	7 LEE CRESCENT, GORSE HILL STRETTFORD MANCHESTER, ENG M32 OTW	None	N/A	-2,888 80	Hardship	
EDWARD SCHWARTZ	KFCU ATTN MAIL-IN TELLER (E Schwartz ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	3,378 00	Hardship	
ELEANOR TEETER	KFCU ATTN MAIL-IN TELLER (E Teeter ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	6,279 05	Hardship	
ELIAS MORE	12389 KOAGO STREET KWA THEMA SPRINGS, GP 1575	None	N/A	2,108 85	Hardship	
ELISEO AGUILAR GONZALEZ	PIZARRA 262-COL SATELITE QUERETARO QRO C P 76110	None	N/A	3,900 00	Hardship	
ELIZABETH DABBS	13930 FARMINGTON BLVD TAMPA, FL 32826	None	N/A	12,260 00	Hardship	
ELIZABETH JACKSON	KFCU ATTN MAIL-IN TELLER (E Jackson ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	25,280 00	Hardship	
ELIZABETH PHILLIPS	C/O JOAN JESS 17250 W VON SOSTEN RD TRACY, CA 95304	None	N/A	17,225 00	Hardship	
EMILY FITZPATRICK	18 LYNTHURST ROAD STRETTFORD MANCHESTER, ENG M32	None	N/A	3,792 80	Hardship	

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EMMANUEL VAN LIEROP	160643-603 OFFICE OF THE PUBLIC GUARDIAN & TRUSTEE 595 BAY STREET, SUITE 800 TORONTO, ON, M5G 2M6	None	N/A	Hardship	11,784 16
ENOCK MSIBI	11538 MANENSTRA STREET KWA THEMA SPRINGS GP 1575	None	N/A	Hardship	2,906 00
ENRIQUETA CAMARILLO LLANAS	MANUEL GONZALES #42 BAJA CALIFORNIA E-510 TLATELOLCO MEXICO C P 06900	None	N/A	Hardship	2,580 00
ESTER MARTINEZ CORIA	ROBLES #108 JURICA, QUERETARO, QRO, 76100	None	N/A	Hardship	5,700 00
EUGENE LA FORCE	C/O PAMELA & REX YOUNG 16 CATERCAILLIE LN BATTLE CREEK, MI 49014	None	N/A	Hardship	12,950 00
EVA CLOUD	KCFUJ ATTN MAIL-IN TELLER (E Cloud ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	Hardship	12,600 00
EVELYN LANTRIP	KCFUJ ATTN MAIL-IN TELLER (E Lantrip ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	Hardship	9,600 00
FLORENCE HYDES	1/118 MAROUBRA RD MAROUBRA, NSW 2035	None	N/A	Hardship	2,474 08
FRANK KHOZA	PO BOX 55 THULAMAHESHE BUSHBUCKRIDGE, GP 1365	None	N/A	Hardship	2,688 05
GEORGIA BRACKETT	9700 44TH WAY PINELLAS PARK, FL 33782	None	N/A	Hardship	10,200 00
GEORGINA STOREY	305 SHERMAN RD BATTLE CREEK, MI 49017	None	N/A	Hardship	15,484 70
GERALD RUTHERFORD	9375 LOST TRAIL DR DELTON, MI 49046	None	N/A	Hardship	21,750 00
GERALDINE GORDON	333 EAST MILL ST P O BOX 555 ATHENS, MI 49011	None	N/A	Hardship	14,852 00
GERALDINE LYNN	292 REYNOLDS ROAD BATTLE CREEK, MI 49015	None	N/A	Hardship	189 00
GIOVANNI SAPUPPO	12 ROBEY STREET MASCOT SYDNEY, NSW 2020	None	N/A	Hardship	2,474 08
GLORIA COFFING	20496 MCCALLISTER ROAD BATTLE CREEK, MI 49014	None	N/A	Hardship	8,100 00
GORDON STINE	8289 CALVIN ROAD BATTLE CREEK, MI 49017	None	N/A	Hardship	22,226 00
GRAHAM MINER	222 KELLOGG ST BATTLE CREEK, MI 49037-1508	None	N/A	Hardship	6,900 00
GUADALUPE VAQUERA DIAZ	AV 20 DE NOVIMBRE #320 QUERETARO, QRO	None	N/A	Hardship	3,000 00
HAZEL VAUGHN	11692 RALEIGH LAGRANGE ROAD EADES, TN 38028	None	N/A	Hardship	3,600 00
HELEN FLEMING	227 NORTH LINCOLN BLVD BATTLE CREEK, MI 49015	None	N/A	Hardship	6,600 00
HELEN VAN NOCKER	CREEKSIDE LIVING CENTER 160 ORBIT DR BATTLE CREEK, MI 49014	None	N/A	Hardship	15,300 00
HILDEGARD SCHMIDT	6 MEDINDA COURT VOORTREKER ROAD BRAKPAN, GP 1541	None	N/A	Hardship	1,743 60
ISAAC NGOZO	19404 KOAGO STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,453 00
ISABELLA DRINKWATER	11 WOODBINE COURT SHERWOOD PARK AB T8A 4B1	None	N/A	Hardship	2,376 80
ISIAH NKABINDE	11616 MAKHORJWA STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,089 75
JAMES READ	19 MYRTLE PLACE SALFORD MANCHESTER, ENG M7 1NG	None	N/A	Hardship	758 56
JACK THOMPSON	43 GLADESVILLE ROAD, UNIT 28 HUNTERS HILL SYDNEY, NSW 2110	None	N/A	Hardship	14,844 48
JAMES BURNS	15 LYNWOOD DRIVE STALMINE POULTON LE FYLDE, ENG FY6 OP2	None	N/A	Hardship	3,318 71
JAMES SCOTT	ATTN MAIL-IN TELLER (J Scott Acct) PNC BRANCH 131 NORTH MAIN STREET PLAINWELL, MI 49080	None	N/A	Hardship	5,400 00
JANE NTSHEHI	209 MOHLALA STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	2,906 00
JANIECE WALLACE	C/O MIKE & KATIE BROWN 607 YAZOO CREEK LANE AUSTIN, TX 78613	None	N/A	Hardship	34,500 00
JENNIE CORKINS	ATTN MAIL-IN TELLER (J CORKINS ACCT) COMERICA BANK 1535 W MICHIGAN BATTLE CREEK, MI 49037	None	N/A	Hardship	3,000 00
JEREMIAH MCCARTHY	ATTN MAIL-IN TELLER (J McCarthy ACCT) WACHOVIA BANK 1030 MONTGOMERY ALTAMONTE SPRINGS, FL 32714	None	N/A	Hardship	9,600 00
JESSIE CAMPBELL	C/O DAVID CAMPBELL 7020 S IONIA RD BELLEVUE, MI 49021	None	N/A	Hardship	10,750 00
JOAN BRADSTREET	10450 6 MILE ROAD LOT 114 BATTLE CREEK, MI 49014	None	N/A	Hardship	9,600 00
JOB MAKGALEMELE	9104 TAWANA ST TSAKANG, GP 1550	None	N/A	Hardship	2,433 80
JOE MCPHILBIN	2 BYRON RD STRETTFORD MANCHESTER, ENG M32 OTZ	None	N/A	Hardship	10,430 20
JOE PROCHASKA	OMAHA STATE BANK ATTN MAIL-IN TELLER (J PROCHASKA) 12100 WEST CENTER OMAHA, NE 68144	None	N/A	Hardship	36,529 46
JOSE PABLO CISNEROS	SIERRA LAS MILPAS 130 FRACC LAS FUENTES REYNOSA TA 88743	None	N/A	Hardship	1,920 00
JOSEFINA NAVARRO GARCIA	DAMIAN CARMONA, NO 33 SUR, COL LA CRUZ QUERETARO, QRO MEXICO	None	N/A	Hardship	7,800 00
JOSEPH MULVEY	3 REEVEY AVENUE HAZEL GROVE STOCKPORT, ENG SK8 5A2	None	N/A	Hardship	3,792 80
JOYCE CLAPP	555 WEST TERRITORIAL BATTLE CREEK, MI 49015	None	N/A	Hardship	10,800 00

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JULIAINE GREEN	KCFU ATTN MAIL-IN TELLER (J GREEN ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	Hardship	19,935 00
KATHLEEN KNOWLES	20 FOREST PARK ROAD OAKMERE NORTHWICH, ENG CW8 2DY	None	N/A	Hardship	2,370 51
KENNETH JACKSON	ATTN MAIL-IN TELLER (K Jackson ACCT) KELLOGG CO EFCU 9601 F STREET OMAHA, NE 68127	None	N/A	Hardship	10,590 00
KHELINA SHONGWE	11628 SCHACHAT MOMES MODLSANYANE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	871 80
LELIA MILLER	7887 N 48TH STREET AUGUSTA, MI 49012	None	N/A	Hardship	4,400 00
LEO BRADSTREET	3612 HARBER DR BEDFORD, TX 76021	None	N/A	Hardship	18,225 00
LEONA CARPENTER	ATTN MAIL-IN TELLER (L Carpenter ACCT) COMERICA 6405 B DRIVE N, SUITE A BATTLE CREEK, MI 49014	None	N/A	Hardship	6,000 00
LESTER SENKER	2519 B DRIVE SOUTH EAST LEROY, MI 49051	None	N/A	Hardship	378 00
LOREN ARNEY	P O BOX 370 OLIVET, MI 49076	None	N/A	Hardship	12,600 00
LOUISA HIGGINSON	17 CORNBROOK COURT OLD TRAFFORD MANCHESTER, ENG M154EP	None	N/A	Hardship	3,792 80
LOUISA MAHLANGU	115 NKUSI STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	2,179 50
LOUISE CARPENTER	9725 W DR SOUTH UNION CITY, MI 49094	None	N/A	Hardship	1,200 00
LUCILLE BOLLEY	C/O MARY MORRIS 728 TERRITORIAL RD W BATTLE CREEK, MI 49015-2926	None	N/A	Hardship	9,260 00
LUCILLE DAVIS	ATTN MAIL-IN TELLER (L Davis ACCT) INDEPENDENT BANK 290 E COLUMBIA BATTLE CREEK, MI 49015	None	N/A	Hardship	22,128 35
MADELINE VAN DYK	No 48 MOOIVERWACHT ILLINOIS STREET STELLENRIDGE BELLVILLE, WC	None	N/A	Hardship	1,162 40
MANUEL HERNANDEZ HERNANDEZ	PRIVADA SAN PEDRO #117, CARRILLO PUERTO, QUERETARO, QRO	None	N/A	Hardship	4,200 00
MARAILANE MAKORO	31 SKOSANA STREET KWA-THELMA SPRINGS, GP 1560	None	N/A	Hardship	1,961 55
MARGARET BAIRD	1147 SOUTH 24TH STREET BATTLE CREEK, MI 49015	None	N/A	Hardship	532 00
MARGARET COFFMAN	ATTN MAIL-IN TELLER (M COFFMAN ACCT) BANK ATLANTIC 372 E DANIA BEACH BLVD DANIA, FL 33004	None	N/A	Hardship	18,000 00
MARGARET CRIBBS	223 CENTRAL AVENUE BATTLE CREEK, MI 49017	None	N/A	Hardship	13,371 15
MARGARET HOOD	22401 HIGHWAY 51 SCOBEY, MS 38953	None	N/A	Hardship	20,487 40
MARIA AURORA EUFROSINA NIEV PRW	NC PEDRO 128 FELIPE CAMILLO PUERTO QRO, QRO	None	N/A	Hardship	2,300 00
MARIA DEL CARMEN RAMOS		None	N/A	Hardship	560 00
MARIA ELENA JIMENEZ VARGAS	C CACTUS 201, EL GARAMBULLO, QRO	None	N/A	Hardship	6,600 00
MARTIN SITHOLE	10457 MBENGE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	726 50
MARY DOYLE	75 MOUNT ROAD ALLINGTON MIDDLETON MANCHESTER, ENG M24 1EX	None	N/A	Hardship	4,741 00
MARY HODGES	136 E MERWOOD DRIVE BATTLE CREEK, MI 49017	None	N/A	Hardship	8,300 00
MARY NOONAN	201 EAST CEDARDALE APT 207 PAPILLION, NE 68046	None	N/A	Hardship	6,000 00
MARY PERKINS	2110 SANIBEL ISLAND, APT B1 PORTAGE, MI 49024	None	N/A	Hardship	2,657 79
MELVIN METZ	16395 M 89 Augusta, MI 49012	None	N/A	Hardship	3,840 00
MELVIN WHITING	KCFU ATTN MAIL-IN TELLER (M Whiting ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	Hardship	16,100 00
MKHATHAZI NGOZO	41 TLWAELE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,017 10
MULFORD ROSE	353 EAST SUNSET BLVD BATTLE CREEK, MI 49017	None	N/A	Hardship	8,660 00
NANCY THOMASON	KCFU ATTN MAIL-IN TELLER (N Thomason ACCT) P O BOX 140 BATTLE CREEK, MI 49016	None	N/A	Hardship	8,400 00
NOMGQIBELO MBONANI	82 MOHLABI STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	2,906 00
NONTSIKELELO SOGINASE	18 NKOSI STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,089 75
NORMAN HUTCHESON	3971 CAPITAL AVE SW #2 BATTLE CREEK, MI 49015	None	N/A	Hardship	15,430 00
NORMAN TOMKINSON	104 GLASTONBURY ROAD STRETTFORD MANCHESTER, ENG M32 9PD	None	N/A	Hardship	2,844 60
OLETA MAPES	MARJORIE ST BATTLE CREEK, MI 49014	None	N/A	Hardship	2,834 42
PETER MOGOTSI	38 MAMAPE STREET KWA THEMA SPRINGS, GP 1575	None	N/A	Hardship	1,453 00
PHYLLIS GLEN	C/O SALLY THORNTON 110 S PARK ST UNION CITY, MI 49094	None	N/A	Hardship	1,000 00
PHYLLIS LYTLE	7 TREVOR ROAD PRESTATYN CLWYD, NSW LL197NG	None	N/A	Hardship	3,735 54
PHYLLIS PETRIE	ATTN MAIL-IN TELLER (P Petrie ACCT)BANK OF NOVA SCOTIA 390 SPRINGBANK DRIVE LONDON ON N6J 1G9	None	N/A	Hardship	11,337 67

Kellogg Company Twenty-Five Year Employee Fund
38-6039770

990 Part XV
Contributions Paid
January through December 2012

PIETRO DI CELLO			None	N/A	Hardship	7,337 85
RAQUEL NUNEZ DE RODRIGUEZ	CALLE VESUBIO NO 315 ROMA 64700 MONTERREY, N L		None	N/A	Hardship	6,300 00
RAVELLE HUDSON	ATTN MAIL-IN TELLER (R HUDSON ACCT) PNC BANK 65 SOUTH 20TH STREET BATTLE CREEK, MI 49015		None	N/A	Hardship	21,600 00
RAY HAYES	227 NORTHFIELD DR BATTLE CREEK, MI		None	N/A	Hardship	5,000 00
RAYMOND CASTLEBERRY	ATTN MAIL-IN TELLER (R Castleberry ACCT) PNC BANK 5375 ATLANTA HWY MONTGOMERY, AL 36109		None	N/A	Hardship	18,729 00
RICARDO RODRIGUEZ ORTEGA			None	N/A	Hardship	2,657 00
RICHARD BELL	70200 DILLION ROAD, UNIT 89 DESERT HOT SPRINGS, CA 92241-7646		None	N/A	Hardship	4,200 00
ROBERTA FELTER	21181 COLLIER ROAD BATTLE CREEK, MI 49017		None	N/A	Hardship	924 00
ROSEMARY BRYANT	KCFU ATTN MAIL-IN TELLER (R Bryant ACCT) P O BOX 140 BATTLE CREEK, MI 49016		None	N/A	Hardship	13,336 00
ROSIA HOWARD	KCFU ATTN MAIL-IN TELLER (R HOWARD ACCT) P O BOX 140 BATTLE CREEK, MI 49016		None	N/A	Hardship	600 00
ROSS ADRIAN	CANADA TRUST ATTN MAIL IN TELLER (R ADRIAN'S ACCT) 972 HAMILTON RD LONDON ONT NSW 1V6		None	N/A	Hardship	12,860 89
RUFUS JACKSON	2734 TRUDY LANE, UNIT 14 LANSING, MI 48910		None	N/A	Hardship	23,447 96
SALLY OSBORN	890 W TERRITORIAL RD, APT 106 BATTLE CREEK, MI 49015		None	N/A	Hardship	5,075 00
SALVADOR BARRERA ALFARO	8 CALLE DEL LAUREL #177 COL EL LAUREL QUERETARO, QRO		None	N/A	Hardship	7,500 00
SESI MNCUBE	11577 MAKHONJWA STREET KWA THEMA SPRINGS, GP 1575		None	N/A	Hardship	1,743 60
SUSAN SUGGS	119 MARSHA BATTLE CREEK, MI 49014		None	N/A	Hardship	4,700 00
SVLVIA WINTERBOTTOM	18 FITTON AVENUE CHARLTON MANCHESTER, ENG M21 7HU		None	N/A	Hardship	2,844 60
THELMA SCHLYER	THE FLOWER HOUSE 9950 S CLARK ROAD ROOM 7 NASHVILLE, MI 49073		None	N/A	Hardship	16,800 00
THEMBI MATSHEKE	11866 MAKHONOWA ST KWA-THEMA JOHANNESBURG, GAUTENG 1575		None	N/A	Hardship	2,652 40
THERESA KING	5975 ASTER DR BATTLE CREEK, MI 49014		None	N/A	Hardship	8,400 00
THOMAS MORAN	147 OSWALD ROAD CHONTON, ENG M21 9AZ		None	N/A	Hardship	5,689 20
THOTHOME MOSETHLA	65 RABOLOU STREET KWA THEMA SPRINGS, GP 1575		None	N/A	Hardship	2,906 00
TREVA CHRISTMAS	3971 CAPITAL SW LOT 33 BATTLE CREEK, MI 49015		None	N/A	Hardship	27,800 98
TSHWANCHI MANAMELA	5507 TSIE ST, EXT 8 BRAKPAN GP 1550		None	N/A	Hardship	3,923 10
TWILLA JOHNSON	12184 SIX MILE ROAD BATTLE CREEK, MI 49014		None	N/A	Hardship	11,280 00
VALERIE MCCORMACK	1/119 MAROUBRA ROAD MAROUBRA, NSW 2035		None	N/A	Hardship	618 53
VERA WILLIAMS	409/4 ROOSEVELT AVENUE RIVERWOOD NSW 2210		None	N/A	Hardship	4,948 16
VERA EVEREST	10218 I DR N BATTLE CREEK, MI 49014		None	N/A	Hardship	3,600 00
VICKIE OLDS	414 NORTH MAIN ST TEKONSHA, MI 49092		None	N/A	Hardship	12,000 00
VIOLET BUCKNER	C/O ROBERT ALLEN 8001 STUART LAKE RD MARSHALL, MI 49068		None	N/A	Hardship	6,000 00
VIRGIL GEMEINHARDT	CHESTERFIELD ASSISTED LIVING 2410 W CHESTERFIELD, APT 326 SPRINGFIELD, MO 65807		None	N/A	Hardship	16,601 00
VIRGINIA CUTSINGER	30 MOSHER AVE BATTLE CREEK, MI 49037		None	N/A	Hardship	12,325 00
VONNIE ANDERSON	HERITAGE ASSISTED LIVING 14420 HELMER RD S BATTLE CREEK, MI 49015-8705		None	N/A	Hardship	12,000 00
WILLIAM ROTHWELL	22219 ANNS CHOICE WAY WARMINSTER, PA 18974		None	N/A	Hardship	4,800 00
WILLIAM SMITH	104 BIRCH ROAD, WALKDEN MANCHESTER, ENG M28 7EG		None	N/A	Hardship	7,290 00
WINIFRED CULLEN	4 CONWAY COURT LLANWRST ROAD CLAN CONWAY, ENG LL28 5SR		None	N/A	Hardship	9,482 00
ZONDI NGWENYA	10350 SHABANGU STREET SPRINGS, GP 1575		None	N/A	Hardship	1,453 00
MISCELLANEOUS FOREIGN CURRENCY SETTLEMENTS			None	N/A	Hardship	2,063 00
BATTLE CREEK PUBLIC SCHOOL	BATTLE CREEK PUBLIC SCHOOL 3 WEST VAN BUREN BATTLE CREEK, MI 49017		None	N/A	Education	2,400,000 00

Total

3,691,543 55