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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning **07/01/12**, and ending **06/30/13**

Name of foundation EDWARD AND JUNE KELLOGG FOUNDATION		A Employer identification number 30-0057241
Number and street (or P O box number if mail is not delivered to street address) 1250 BYRON ROAD	Room/suite	B Telephone number (see instructions) 517-546-3330
City or town, state, and ZIP code HOWELL MI 48843		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		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) \$ 5,160,088	J Accounting method <input checked="" type="checkbox"/> Cash <input 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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	41,473			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	43,135	43,135		
	4 Dividends and interest from securities	145,540	145,540		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 SEE STMT	161,520			
	b Gross sales price for all assets on line 6a 2,722,286				
	7 Capital gain net income (from Part IV, line 2)		161,404		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) SEE STMT	-21,266			
	12 Total. Add lines 1 through 11	370,402	350,079	0	
	13 Compensation of officers, directors, trustees, etc	570			285
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) SEE STMT	710			
	c Other professional fees (attach schedule) STMT	45,431	45,431		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT	6,036	6,016		20
	19 Depreciation (attach schedule) and depletion STMT	88			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch) SEE STMT	18,213	422		15,021
	24 Total operating and administrative expenses. Add lines 13 through 23	71,048	51,869	0	15,326
	25 Contributions, gifts, grants paid	196,875			196,875
	26 Total expenses and disbursements. Add lines 24 and 25	267,923	51,869	0	212,201
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	102,479			
	b Net investment income (if negative, enter -0-)		298,210		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing		14,000		
	2	Savings and temporary cash investments		84,733	235,805	235,805
	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 (attach schedule) (see instructions)				
	7	Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) SEE STMT 8		3,347,317	3,630,040	3,630,040
	c	Investments – corporate bonds (attach schedule) SEE STMT 9		436,774	238,734	238,734
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule) SEE STATEMENT 10		394,262	702,621	702,621
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶ STMT 11	627,669 968	626,789	626,701	352,888
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		4,903,875	5,433,901	5,160,088	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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		4,903,875	5,433,901	
30	Total net assets or fund balances (see instructions)		4,903,875	5,433,901		
31	Total liabilities and net assets/fund balances (see instructions)		4,903,875	5,433,901		

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	4,903,875
2	Enter amount from Part I, line 27a	2	102,479
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	427,551
4	Add lines 1, 2, and 3	4	5,433,905
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	4
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,433,901

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 SEE WORKSHEET				
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				
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				
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	161,404
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) (see instructions) If (loss), enter -0- in Part I, line 8 			3	27,172

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	274,335	4,885,314	0.056155
2010	198,568	4,983,204	0.039847
2009	225,231	4,577,658	0.049202
2008	261,517	3,989,930	0.065544
2007	176,633	5,428,470	0.032538
2 Total of line 1, column (d)			2 0.243286
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 0.048657
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,987,106
5 Multiply line 4 by line 3			5 242,658
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,982
7 Add lines 5 and 6			7 245,640
8 Enter qualifying distributions from Part XII, line 4			8 212,201

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.

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	5,964
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	5,964
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,964
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,899	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,899	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,935	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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
c 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 type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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 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

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 ► WWW.KELLOGGFAMILYDENTALFOUNDATION.COM	13	X	
14	The books are in care of ► BREDERNITZ WAGNER & CO., PC 109 W. CLINTON STREET Located at ► HOWELL MI ZIP+4 ► 48843 Telephone no ► 517-546-2130			
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		
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 type="checkbox"/> Yes	<input checked="" 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	N/A ► <input type="checkbox"/>	
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?	N/A	
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 ► 20 11 , 20 , 20 , 20	<input checked="" type="checkbox"/> Yes	<input 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.)		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
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	
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 2012?	4b	X

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)? (see instructions) ☐ 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** ☐ Yes ☒ No **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 (see instructions).**

(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
THOMAS A. KELLOGG 1250 BYRON ROAD HOWELL MI 48843	PRESIDENT 0 00	0	0	0
RYAN KELLOGG 1250 BYRON ROAD HOWELL MI 48843	DIRECTOR 0 00	0	0	0
SARAH TOTTINGHAM 1250 BYRON ROAD HOWELL MI 48843	DIRECTOR 0 .00	570	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). 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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**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 (see instructions)

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 ▶

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	4,429,538
b	Average of monthly cash balances	1b	148,614
c	Fair market value of all other assets (see instructions)	1c	484,900
d	Total (add lines 1a, b, and c)	1d	5,063,052
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	5,063,052
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	75,946
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,987,106
6	Minimum investment return. Enter 5% of line 5	6	249,355

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	249,355
2a	Tax on investment income for 2012 from Part VI, line 5	2a	5,964
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,964
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	243,391
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	243,391
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	243,391

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	212,201
b	Program-related investments – total from Part IX-B	1b	
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	212,201
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 (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	212,201

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.

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				243,391
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			200,906	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 212,201				
a Applied to 2011, but not more than line 2a			200,906	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				11,295
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				232,096
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

- 1a 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	
2a 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).)

N/A

- 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

N/A

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

KELLOGG FOUNDATION 517-546-3330
1250 BYRON ROAD HOWELL MI 48843

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

SEE STATEMENT 14

- c Any submission deadlines

THERE ARE NO SUBMISSION DEADLINES.

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

SEE STATEMENT 15

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 STATEMENT 16				196,875
Total			▶ 3a	196,875
b Approved for future payment N/A				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	43,135	
4	Dividends and interest from securities			14	145,540	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory		116	14	161,404	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a					
b	SEE STATEMENT 17		-23,307		2,041	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		-23,191		352,120	0
13	Total. Add line 12, columns (b), (d), and (e)					328,929

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No


Signature of officer or trustee

5/15/14
Date

~~PRESIDENT~~ Trustee
Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ If self-employed

05/15/14

GREGORY D. CLUM

Firm's name ▶ BREDERNITZ, WAGNER & CO., P.C.

PTIN

Firm's address ▶ 109 W. CLINTON ST
HOWELL, MI 48843-1563

Firm's EIN ▶

Phone no 517-546-2130

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 85 SHS P P G INDUSTRIES INC	P	11/16/06	01/25/13
(2) 5 SHS MERCK & CO INC NEW	P	08/30/11	07/12/12
(3) 45 SHS PERUSAHAAN PERSEROAN	P	02/25/11	07/05/12
(4) 6 SHS PERUSAHAAN PERSEROAN	P	02/25/11	07/09/12
(5) 25 SHS MERCK & CO INC NEW	P	02/27/09	07/12/12
(6) 23 SHS MERCK & CO INC NEW	P	10/29/09	07/12/12
(7) 23 SHS SANOFI ADR	P	04/08/08	07/13/12
(8) 41 SHS PFIZER INCORPORATED	P	04/26/10	07/18/12
(9) 79 SHS PFIZER INCORPORATED	P	12/12/10	07/18/12
(10) 65 SHS PITNEY BOWES INC	P	01/20/12	08/01/12
(11) 63 SHS PITNEY BOWES INC	P	01/20/12	08/03/12
(12) 0.4 SHS 1 ADR REPS 1	P	05/07/12	08/08/12
(13) 26 SHS ASTRAZENECA PLC ADR	P	05/05/10	07/27/12
(14) 7 SHS LOEWS CORPORATION	P	10/03/08	07/27/12
(15) 18 SHS LOEWS CORPORATION	P	03/23/09	07/27/12

(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)
(1) 12,232		5,902	6,330
(2) 214		165	49
(3) 1,570		1,538	32
(4) 199		205	-6
(5) 1,069		629	440
(6) 984		736	248
(7) 828		887	-59
(8) 964		700	264
(9) 1,857		1,368	489
(10) 849		1,272	-423
(11) 861		1,232	-371
(12) 8		7	1
(13) 1,200		1,123	77
(14) 287		255	32
(15) 737		420	317

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-) OF Losses (from col. (h))
(1)			6,330
(2)			49
(3)			32
(4)			-6
(5)			440
(6)			248
(7)			-59
(8)			264
(9)			489
(10)			-423
(11)			-371
(12)			1
(13)			77
(14)			32
(15)			317

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 30 SHS PITNEY BOWES INC.	P	08/17/09	07/27/12
(2) 23 SHS PITNEY BOWES INC	P	08/17/09	07/30/12
(3) 32 SHS VODAFONE GROUP NEW ADR	P	11/02/06	08/07/12
(4) 18 SHS A O N PLC	P	11/02/06	08/09/12
(5) 14 SHS SANOFI ADR	P	04/08/08	08/09/12
(6) 30 SHS VIACOM INC	P	11/02/06	08/20/12
(7) 133 SHS I N F GROEP N V ADR	P	05/09/12	09/18/12
(8) 87 SHS CARREFOUR SA ADR NEW	P	10/05/09	08/31/12
(9) 317 SHS CARREFOUR SA ADR NEW	P	10/22/09	08/31/12
(10) 74 SHS CARREFOUR SA ADR NEW	P	10/28/09	08/31/12
(11) 5 SHS LOEWS CORPORATION	P	03/23/09	09/06/12
(12) 41 SHS ASTRAZENECA PLC ADR	P	05/05/10	09/07/12
(13) 100 SHS ASTREZENECA PLC ADR	P	05/05/10	09/07/12
(14) 5 SHS LOEWS CORPORATION	P	03/23/09	09/07/12
(15) 3 SHS VIACOM INC CL B NEW	P	11/02/06	09/07/12

(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)
(1) 377		643	-266
(2) 290		493	-203
(3) 937		827	110
(4) 913		883	30
(5) 564		540	24
(6) 1,513		1,159	354
(7) 1,143		884	259
(8) 360		762	-402
(9) 1,311		2,918	-1,607
(10) 306		654	-348
(11) 191		117	74
(12) 1,914		1,771	143
(13) 4,668		4,320	348
(14) 191		117	74
(15) 138		116	22

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))
(1)			-266
(2)			-203
(3)			110
(4)			30
(5)			24
(6)			354
(7)			259
(8)			-402
(9)			-1,607
(10)			-348
(11)			74
(12)			143
(13)			348
(14)			74
(15)			22

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 23 SHS BARRICK GOLD CORP	P	07/28/09	09/18/12
(2) 49 SHS NEWCREST MINING ADR	P	08/12/08	09/18/12
(3) 29 SHS WELLS FARGO & CO NEW	P	03/18/09	09/19/12
(4) 167 SHS NOKIA CORP SPON ADR	P	07/20/09	09/20/12
(5) 80 SHS NOKIA CORP SPON ADR	P	11/18/09	09/20/12
(6) 116 SHS NOKIA CORP SPON ADR	P	04/30/10	09/20/12
(7) 296 SHS NOKIA CORP SPON ADR	P	02/11/11	09/20/12
(8) 121 SHS NOKIA CORP SPON ADR	P	03/16/11	09/20/12
(9) 252 SHS NOKIA CORP SPON ADR	P	05/31/11	09/20/12
(10) 110 SHS KINROSS GOLD CORP NEW	P	02/03/10	10/08/12
(11) 11 SHS KINROSS GOLD CORP NEW	P	01/21/11	10/08/12
(12) 13 SHS HOME RETAIL GROUP ADR	P	03/10/11	10/24/12
(13) 78 SHS HOME RETAIL GROUP ADR	P	03/10/11	10/24/12
(14) 34 SHS HOME RETAIL GROUP ADR	P	06/09/11	10/24/12
(15) 99 SHS UBS AG NEW	P	02/08/12	11/02/12

(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)
(1) 957		770	187
(2) 1,458		1,025	433
(3) 1,016		447	569
(4) 470		2,195	-1,725
(5) 225		1,131	-906
(6) 327		1,424	-1,097
(7) 833		2,802	-1,969
(8) 341		991	-650
(9) 710		1,787	-1,077
(10) 1,165		1,916	-751
(11) 116		191	-75
(12) 88		166	-78
(13) 528		936	-408
(14) 230		406	-176
(15) 1,485		1,433	52

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))
(1)			187
(2)			433
(3)			569
(4)			-1,725
(5)			-906
(6)			-1,097
(7)			-1,969
(8)			-650
(9)			-1,077
(10)			-751
(11)			-75
(12)			-78
(13)			-408
(14)			-176
(15)			52

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 123 SHS HEWLETT-PACKARD COMPANY	P	02/23/12	11/21/12
(2) 22 SHS HEWLETT-PACKARD COMPANY	P	03/02/12	11/21/12
(3) 54 SHS HEWLETT-PACKARD COMPANY	P	03/21/12	11/21/12
(4) 21 SHS HEWLETT-PACKARD COMPANY	P	08/02/12	11/21/12
(5) 13 SHS HEWLETT-PACKARD COMPANY	P	08/02/12	11/23/12
(6) 17 SHS NOBLE ENERGY INC	P	09/15/08	11/23/12
(7) 390 SHS ELETROBRAS	P	09/26/12	12/04/12
(8) 15 SHS PFIZER INCORPORATED	P	12/20/10	12/06/12
(9) 1 SH PFIZER INCORPORATED	P	12/20/10	12/10/12
(10) 19 SHS PFIZER INCORPORATED	P	12/21/10	12/10/12
(11) 340 SHS KOREA ELEC POWER CP	P	08/14/09	12/21/12
(12) 104 SHS HOME RETAIL GROUP	P	06/09/11	12/24/12
(13) 576 SHS POLYUS GOLD INTL	P	10/18/11	12/27/12
(14) 84 SHS POLYUS GOLD INTL	P	10/18/11	01/15/13
(15) 151 SHS POLYUS GOLD INTL	P	10/19/11	01/15/13

(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)
(1) 1,450		3,396	-1,946
(2) 259		575	-316
(3) 637		1,287	-650
(4) 248		387	-139
(5) 151		240	-89
(6) 1,614		993	621
(7) 1,736		3,633	-1,897
(8) 370		260	110
(9) 25		17	8
(10) 474		331	143
(11) 4,647		4,412	235
(12) 847		1,240	-393
(13) 1,872		1,824	48
(14) 251		266	-15
(15) 451		485	-34

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))
(1)			-1,946
(2)			-316
(3)			-650
(4)			-139
(5)			-89
(6)			621
(7)			-1,897
(8)			110
(9)			8
(10)			143
(11)			235
(12)			-393
(13)			48
(14)			-15
(15)			-34

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13		

Name EDWARD AND JUNE KELLOGG FOUNDATION	Employer Identification Number 30-0057241
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(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.)
(1) 75 SHS S K TELECOM LTD	P	06/09/08	01/15/13
(2) 57 SHS S K TELECOM LTD	P	03/18/09	01/15/13
(3) 315 SHS POLYUS GOLD INTL	P	10/19/11	01/16/13
(4) 64 SHS MERCK & CO INC NEW	P	08/30/11	01/23/13
(5) 51 SHS MERCK & CO INC NEW	P	10/06/11	01/23/13
(6) 39 SHS MERCK & CO INC NEW	P	10/06/11	01/24/13
(7) 9 SHS HALLIBURTON CO HLDG CO	P	11/12/08	01/28/13
(8) 18 SHS HALLIBURTON CO HLDG CO	P	12/19/11	01/28/13
(9) 101.9 SHS AGEAS NEW ADR	P	05/07/12	01/31/13
(10) 92.1 SHS AGEAS NEW ADR	P	05/10/12	01/31/13
(11) 60 SHS AMERICAN INTL GROUP	P	05/07/12	01/31/13
(12) 2 SHS AMERICAN INTL GROUP	P	05/08/12	01/31/13
(13) 38 SHS AMERICAN INTL GROUP	P	05/08/12	01/31/13
(14) 15 SHS AMERICAN INTL GROUP	P	05/14/12	01/31/13
(15) 15 SHS AMERICAN INTL GROUP	P	05/15/12	01/31/13

(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)
(1) 1,265		1,600	-335
(2) 961		852	109
(3) 949		1,012	-63
(4) 2,725		2,110	615
(5) 2,172		1,614	558
(6) 1,663		1,234	429
(7) 360		159	201
(8) 721		555	166
(9) 3,355		1,829	1,526
(10) 3,032		1,664	1,368
(11) 2,275		1,885	390
(12) 76		64	12
(13) 1,441		1,217	224
(14) 569		485	84
(15) 569		480	89

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-335
(2)			109
(3)			-63
(4)			615
(5)			558
(6)			429
(7)			201
(8)			166
(9)			1,526
(10)			1,368
(11)			390
(12)			12
(13)			224
(14)			84
(15)			89

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 15 SHS AMERICAN INTL GROUP	P	05/16/12	01/31/13
(2) 11 SHS AMERICAN INTL GROUP	P	08/03/12	01/31/13
(3) 34 SHS ANGLOGOLD ASHANTI	P	11/14/12	01/31/13
(4) 165 SHS APPLIED MATERIALS INC	P	12/21/12	01/31/13
(5) 493 SHS BANCO SANTANDER BRA	P	01/17/13	01/31/13
(6) 27 SHS BARRICK GOLD CORP	P	07/26/12	01/31/13
(7) 21 SHS BARRICK GOLD CORP	P	07/27/12	01/31/13
(8) 25 SHS BEST BUY INC	P	04/23/12	01/31/13
(9) 30 SHS BEST BUY INC	P	04/24/12	01/31/13
(10) 10 SHS BEST BUY INC	P	04/30/12	01/31/13
(11) 25 SHS BEST BUY INC	P	05/02/12	01/31/13
(12) 71 SHS BEST BUY INC	P	05/03/12	01/31/13
(13) 96 SHS BEST BUY INC	P	07/12/12	01/31/13
(14) 27 SHS CVS CAREMARK CORP	P	08/07/12	01/31/13
(15) 55 SHS CAPITAL ONE FINANCIAL CP	P	09/05/12	01/31/13

(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)
(1) 569		479	90
(2) 417		356	61
(3) 942		1,095	-153
(4) 2,126		1,884	242
(5) 3,640		3,772	-132
(6) 864		865	-1
(7) 672		693	-21
(8) 405		557	-152
(9) 486		663	-177
(10) 162		235	-73
(11) 405		567	-162
(12) 1,149		1,562	-413
(13) 1,554		1,866	-312
(14) 1,383		1,208	175
(15) 3,093		3,089	4

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

(i) FMV 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))
(1)			90
(2)			61
(3)			-153
(4)			242
(5)			-132
(6)			-1
(7)			-21
(8)			-152
(9)			-177
(10)			-73
(11)			-162
(12)			-413
(13)			-312
(14)			175
(15)			4

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 5 SHS CAPITAL ONE FINANCIAL CP	P	09/06/12	01/31/13
(2) 4 SHS CAPITAL ONE FINANCIAL CP	P	09/11/12	01/31/13
(3) 484 SHS CARREFOUR SA ADR NEW	P	07/25/12	01/31/13
(4) 54 SHS CISCO SYSTEMS INC	P	02/10/12	01/31/13
(5) 20 SHS ELETROBRAS	P	08/07/12	01/31/13
(6) 55 SHS ELETROBRAS	P	08/07/12	01/31/13
(7) 80 SHS ELETROBRAS	P	08/07/12	01/31/13
(8) 80 SHS ELETROBRAS	P	08/07/12	01/13/13
(9) 992 SHS FINMECCANICA SPA	P	06/04/12	01/31/13
(10) 10 SHS GENERAL MOTORS CO	P	05/03/12	01/31/13
(11) 10 SHS GENERAL MOTORS CO	P	05/04/12	01/31/13
(12) 15 SHS GENERAL MOTORS CO	P	06/05/12	01/31/13
(13) 5 SHS GENERAL MOTORS CO	P	06/06/12	01/31/13
(14) 68 SHS HOME RETAIL GROUP ADR	P	05/15/12	01/31/13
(15) 131 SHS ING GROEP	P	05/09/12	01/31/13

(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)
(1) 281		298	-17
(2) 225		240	-15
(3) 2,732		1,602	1,130
(4) 1,115		1,088	27
(5) 69		147	-78
(6) 190		405	-215
(7) 277		589	-312
(8) 277		589	-312
(9) 3,181		1,677	1,504
(10) 279		239	40
(11) 279		234	45
(12) 418		334	84
(13) 139		124	15
(14) 509		368	141
(15) 1,319		871	448

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))
(1)			-17
(2)			-15
(3)			1,130
(4)			27
(5)			-78
(6)			-215
(7)			-312
(8)			-312
(9)			1,504
(10)			40
(11)			45
(12)			84
(13)			15
(14)			141
(15)			448

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 286 SHS ING GROEP	P	06/26/12	01/31/13
(2) 144 SHS KINROSS GOLD CORP NEW	P	05/21/12	01/31/13
(3) 159 SHS KIRIN HOLDINGS CO	P	01/24/13	01/31/13
(4) 14 SHS MOSAIC CO NEW	P	02/14/12	01/31/13
(5) 18 SHS MOSAIC CO NEW	P	02/15/12	01/31/13
(6) 5 SHS MOSAIC CO NEW	P	04/11/12	01/31/13
(7) 10 SHS MOSAIC CO NEW	P	04/16/12	01/31/13
(8) 6 SHS MOSAIC CO NEW	P	04/23/12	01/31/13
(9) 82 SHS MS&AD INS GRP HLDGS	P	06/13/12	01/31/13
(10) 65 SHS NEWCREST MINING	P	04/26/12	01/31/13
(11) 35 NEWCREST MINING	P	06/29/12	01/31/13
(12) 40 SHS NEWCREST MINING	P	01/14/13	01/31/13
(13) 200 SHS OAO GAZPROM SPON	P	05/23/12	01/31/13
(14) 242 SHS ORKLA A S SPON	P	08/21/12	01/31/13
(15) 143 SHS PANASONIC CORP	P	09/25/12	01/31/13

(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)
(1) 2,880		1,728	1,152
(2) 1,175		1,178	-3
(3) 1,967		1,928	39
(4) 861		775	86
(5) 1,107		1,003	104
(6) 308		265	43
(7) 615		516	99
(8) 369		315	54
(9) 850		638	212
(10) 1,573		1,772	-199
(11) 847		817	30
(12) 968		943	25
(13) 1,884		1,811	73
(14) 2,106		1,792	314
(15) 937		996	-59

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

(i) FMV 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))
(1)			1,152
(2)			-3
(3)			39
(4)			86
(5)			104
(6)			43
(7)			99
(8)			54
(9)			212
(10)			-199
(11)			30
(12)			25
(13)			73
(14)			314
(15)			-59

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 8 SHS PHILIP MORRIS INTL INC	P	12/27/12	01/31/13
(2) 52 SHS ROYAL DUTCH SHELL B	P	01/17/13	01/31/13
(3) 88 SHS TEVA PHARM INDS LTD	P	09/10/12	01/31/13
(4) 28 SHS TEVA PHARM INDS LTD	P	09/18/12	01/31/13
(5) 22 SHS TEVA PHARM INDS LTD	P	09/20/12	01/31/13
(6) 44 SHS TEVA PHARM INDS LTD	P	10/10/12	01/31/13
(7) 35 SHS TYSON FOODS INC	P	10/18/12	01/31/13
(8) 30 SHS TYSON FOODS INC	P	10/19/12	01/31/13
(9) 65 SHS TYSON FOODS INC	P	10/22/12	01/31/13
(10) 36 SHS TYSON FOODS INC	P	10/23/12	01/31/13
(11) 10 SHS TYSON FOODS INC	P	10/24/12	01/31/13
(12) 30 SHS TYSON FOODS INC	P	10/25/12	01/31/13
(13) 64 SHS TYSON FOODS INC	P	01/17/13	01/31/13
(14) 67 SHS UBS AG NEW	P	02/08/12	01/31/13
(15) 100 SHS UBS AG NEW	P	02/08/12	01/31/13

(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)
(1) 709		679	30
(2) 3,778		3,744	34
(3) 3,342		3,600	-258
(4) 1,063		1,132	-69
(5) 835		890	-55
(6) 1,671		1,752	-81
(7) 776		595	181
(8) 665		509	156
(9) 1,441		1,089	352
(10) 798		597	201
(11) 222		179	43
(12) 665		507	158
(13) 1,419		1,371	48
(14) 1,160		970	190
(15) 1,732		1,447	285

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))
(1)			30
(2)			34
(3)			-258
(4)			-69
(5)			-55
(6)			-81
(7)			181
(8)			156
(9)			352
(10)			201
(11)			43
(12)			158
(13)			48
(14)			190
(15)			285

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 8 SHS UBS AG NEW	P	07/13/12	01/31/13
(2) 33 SHS UBS AG NEW	P	07/13/12	01/31/13
(3) 88 SHS UBS AG NEW	P	07/31/12	01/31/13
(4) 20 SHS UNUM GROUP	P	08/13/12	01/31/13
(5) 10 SHS UNUM GROUP	P	08/14/12	01/31/13
(6) 13 SHS UNUM GROUP	P	08/15/12	01/31/13
(7) 38 SHS VODAFONE GROUP NEW	P	12/20/12	01/31/13
(8) 86 SHS NINTENDO LTD	P	12/28/12	02/01/13
(9) 104 SHS NINTENDO LTD	P	01/31/13	02/01/13
(10) 100 SHS A O N PLC	P	11/02/06	01/31/13
(11) 534 SHS ALUMINA LIMITED	P	05/19/10	01/31/13
(12) 231 SHS ALUMINA LIMITED	P	09/28/11	01/31/13
(13) 95 SHS ANGLOGOLD ASHANTI	P	07/10/08	01/31/13
(14) 35 SHS ANGLOGOLD ASHANTI	P	02/08/11	01/31/13
(15) 50 SHS APACHE CORP	P	12/27/06	01/31/13

(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)
(1) 139		88	51
(2) 572		364	208
(3) 1,524		951	573
(4) 464		402	62
(5) 232		209	23
(6) 302		267	35
(7) 1,037		975	62
(8) 1,025		1,142	-117
(9) 1,239		1,286	-47
(10) 5,757		4,908	849
(11) 2,426		2,963	-537
(12) 1,049		1,311	-262
(13) 2,632		2,424	208
(14) 970		1,611	-641
(15) 4,191		3,324	867

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))
(1)			51
(2)			208
(3)			573
(4)			62
(5)			23
(6)			35
(7)			62
(8)			-117
(9)			-47
(10)			849
(11)			-537
(12)			-262
(13)			208
(14)			-641
(15)			867

Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13	2012
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Name EDWARD AND JUNE KELLOGG FOUNDATION	Employer Identification Number 30-0057241
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(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.)
(1) 22 SHS APACHE CORP	P	04/26/07	01/31/13
(2) 11 SHS BARRICK GOLD CORP	P	07/28/09	01/31/13
(3) 40 SHS BARRICK GOLD CORP	P	12/17/19	01/31/13
(4) 54 SHS BARRICK GOLD CORP	P	01/21/11	01/31/13
(5) 23 SHS BARRICK GOLD CORP	P	12/15/11	01/31/13
(6) 26 SHS C V S CAREMARK CORP	P	07/10/09	01/31/13
(7) 36 SHS C V S CAREMARK CORP	P	11/05/09	01/31/13
(8) 45 SHS C V S CAREMARK CORP	P	02/03/11	01/31/13
(9) 97 SHS CA INC	P	11/16/07	01/31/13
(10) 99 SHS CA INC	P	03/18/09	01/31/13
(11) 83 SHS CA INC	P	05/14/10	01/31/13
(12) 120 SHS CAMECO CORP	P	03/25/11	01/31/13
(13) 79 SHS CAMECO CORP	P	08/08/11	01/31/13
(14) 69 SHS CAMECO CORP	P	12/20/11	01/31/13
(15) 303 SHS CARREFOUR SA ADR NEW	P	10/28/09	01/31/13

	(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)
(1)	1,844		1,659	185
(2)	352		368	-16
(3)	1,280		1,554	-274
(4)	1,728		2,568	-840
(5)	736		1,035	-299
(6)	1,332		804	528
(7)	1,844		1,042	802
(8)	2,305		1,485	820
(9)	2,404		2,481	-77
(10)	2,453		1,627	826
(11)	2,057		1,686	371
(12)	2,592		3,777	-1,185
(13)	1,706		1,801	-95
(14)	1,490		1,240	250
(15)	1,710		2,679	-969

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) OR Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
(1)				185
(2)				-16
(3)				-274
(4)				-840
(5)				-299
(6)				528
(7)				802
(8)				820
(9)				-77
(10)				826
(11)				371
(12)				-1,185
(13)				-95
(14)				250
(15)				-969

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 146 SHS CARREFOUR SA ADR NEW	P	12/02/10	01/31/13
(2) 182 SHS CARREFOUR SA ADR NEW	P	10/04/11	01/31/13
(3) 363 SHS CARREFOUR SA ADR NEW	P	10/04/11	01/31/13
(4) 334 SHS CARREFOUR SA ADR NEW	P	12/21/11	01/31/13
(5) 89 SHS CISCO SYSTEMS INC	P	05/16/11	01/31/13
(6) 100 SHS CISCO SYSTEMS INC	P	05/16/11	01/31/13
(7) 11 SHS CISCO SYSTEMS INC	P	08/30/11	01/31/13
(8) 26 SHS CISCO SYSTEMS INC	P	08/30/11	01/31/13
(9) 46 SHS CISCO SYSTEMS INC	P	08/30/11	01/31/13
(10) 78.7 SHS CITIGROUP INC NEW	P	12/17/09	01/31/13
(11) 28.7 SHS CITIGROUP INC NEW	P	12/18/09	01/31/13
(12) 27 SHS CITIGROUP INC NEW	P	05/11/10	01/31/13
(13) 7.5 SHS CITIGROUP INC NEW	P	03/31/11	01/31/13
(14) 8.1 SHS CITIGROUP INC NEW	P	04/01/11	01/31/13
(15) 27 SHS CITIGROUP INC NEW	P	05/12/11	01/31/13

(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)
(1) 824		1,280	-456
(2) 1,027		820	207
(3) 2,049		1,635	414
(4) 1,885		1,463	422
(5) 1,837		1,491	346
(6) 2,064		1,675	389
(7) 227		175	52
(8) 537		414	123
(9) 950		733	217
(10) 3,306		2,531	775
(11) 1,205		948	257
(12) 1,134		1,138	-4
(13) 315		346	-31
(14) 340		376	-36
(15) 1,134		1,144	-10

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

(i) FMV 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))
(1)			-456
(2)			207
(3)			414
(4)			422
(5)			346
(6)			389
(7)			52
(8)			123
(9)			217
(10)			775
(11)			257
(12)			-4
(13)			-31
(14)			-36
(15)			-10

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 324 SHS DAI NIPPON PRTG NEW	P	12/04/06	01/31/13
(2) 400 SHS DAI NIPPON PRTG NEW	P	12/04/06	01/31/13
(3) 176 SHS EAST JAPAN RAILWAY	P	03/02/11	01/31/13
(4) 45 SHS ELETROBRAS	P	03/29/10	01/31/13
(5) 100 SHS ELECTROBRAS	P	03/29/10	01/31/13
(6) 200 SHS ELECTROBRAS	P	03/29/10	01/31/13
(7) 478 SHS FINMECCANICA SPA	P	08/03/10	01/31/13
(8) 520 SHS FINMECCANICA SPA	P	11/26/10	01/31/13
(9) 797 SHS FINMECCANICA SPA	P	08/05/11	01/31/13
(10) 226 SHS FUJIFILM HLDGS CORP	P	11/02/06	01/31/13
(11) 17 SHS GENERAL MOTORS CO	P	11/19/10	01/31/13
(12) 36 SHS GENERAL MOTORS CO	P	11/22/10	01/31/13
(13) 49 SHS GENERAL MOTORS CO	P	02/23/11	01/31/13
(14) 39 SHS GENERAL MOTORS CO	P	12/19/11	01/31/13
(15) 13 SHS GOLD FIELDS LTD NEW	P	11/07/07	01/31/13

(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)
(1) 2,591		4,764	-2,173
(2) 3,199		5,881	-2,682
(3) 1,969		2,062	-93
(4) 156		670	-514
(5) 346		1,488	-1,142
(6) 691		2,976	-2,285
(7) 1,533		2,717	-1,184
(8) 1,667		3,062	-1,395
(9) 2,556		2,775	-219
(10) 4,466		8,682	-4,216
(11) 474		574	-100
(12) 1,004		1,243	-239
(13) 1,367		1,720	-353
(14) 1,088		752	336
(15) 151		238	-87

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

(i) FMV 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))
(1)			-2,173
(2)			-2,682
(3)			-93
(4)			-514
(5)			-1,142
(6)			-2,285
(7)			-1,184
(8)			-1,395
(9)			-219
(10)			-4,216
(11)			-100
(12)			-239
(13)			-353
(14)			336
(15)			-87

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 282 SHS GOLD FIELDS LTD NEW	P	02/05/08	01/31/13
(2) 3 SHS GOLDMAN SACHS GROUP INC	P	08/24/10	01/31/13
(3) 22 SHS GOLDMAN SACHS GROUP INC	P	03/16/11	01/31/13
(4) 6 SHS GOLDMAN SACHS GROUP INC	P	05/23/11	01/31/13
(5) 2 SHS GOLDMAN SACHS GROUP INC	P	06/30/11	01/31/13
(6) 71 HALLIBURTON CO HLDG CO	P	12/19/11	01/31/13
(7) 25 SHS HARTFORD FINL SVCS GRP	P	11/02/06	01/31/13
(8) 23 SHS HARTFORD FINL SVCS GRP	P	07/25/07	01/31/13
(9) 35 SHS HARTFORD FINL SVCS GRP	P	07/25/07	01/31/13
(10) 20 SHS HARTFORD FINL SVCS GRP	P	09/12/11	01/31/13
(11) 20 SHS HARTFORD FINL SVCS GRP	P	09/13/11	01/31/13
(12) 5 SHS HARTFORD FINL SVCS GRP	P	09/21/11	01/31/13
(13) 25 SHS HARTFORD FINL SVCS GRP	P	09/21/11	01/31/13
(14) 45 SHS HARTFORD FINL SVCS GRP	P	11/11/11	01/31/13
(15) 35 SHS HARTFORD FINL SVCS GRP	P	11/14/11	01/31/13

(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)
(1) 3,266		3,845	-579
(2) 441		437	4
(3) 3,231		3,415	-184
(4) 881		835	46
(5) 294		269	25
(6) 2,876		2,191	685
(7) 613		2,167	-1,554
(8) 564		2,224	-1,660
(9) 858		3,384	-2,526
(10) 490		348	142
(11) 490		362	128
(12) 123		86	37
(13) 613		431	182
(14) 1,103		809	294
(15) 858		623	235

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))
(1)			-579
(2)			4
(3)			-184
(4)			46
(5)			25
(6)			685
(7)			-1,554
(8)			-1,660
(9)			-2,526
(10)			142
(11)			128
(12)			37
(13)			182
(14)			294
(15)			235

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 15 SHS HARTFORD FINL SVCS GRP	P	11/15/11	01/31/13
(2) 129 SHS HOME RETAIL GROUP	P	06/09/11	01/31/13
(3) 222 SHS HOME RETAIL GROUP	P	12/29/11	01/31/13
(4) 93 SHS INGERSOLL RAND CL	P	11/28/06	01/31/13
(5) 82 SHS JPMORGAN CHASE & CO	P	11/02/06	01/31/13
(6) 56 SHS JPMORGAN CHASE & CO	P	05/11/10	01/31/13
(7) 1403 SHS KINROSS GOLD CORP NEW	P	03/05/10	01/31/13
(8) 66 SHS KINROSS GOLD CORP NEW	P	01/21/11	01/31/13
(9) 75 SHS KINROSS GOLD CORP NEW	P	10/17/11	01/31/13
(10) 158 SHS KINROSS GOLD CORP NEW	P	10/18/11	01/31/13
(11) 229 SHS KINROSS GOLD CORP NEW	P	01/17/12	01/31/13
(12) 69 SHS LINCOLN NATIONAL CORP	P	02/02/11	01/31/13
(13) 86 SHS LOEWS CORPORATION	P	03/23/09	01/31/13
(14) 42 SHS METLIFE INC	P	10/09/08	01/31/13
(15) 74 SHS METLIFE INC	P	10/09/08	01/31/13

(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)
(1) 368		278	90
(2) 966		1,539	-573
(3) 1,662		1,189	473
(4) 4,789		3,358	1,431
(5) 3,853		3,841	12
(6) 2,631		2,349	282
(7) 841		1,685	-844
(8) 539		1,146	-607
(9) 612		1,086	-474
(10) 1,289		2,268	-979
(11) 1,869		2,421	-552
(12) 1,989		2,051	-62
(13) 3,727		2,009	1,718
(14) 1,557		1,163	394
(15) 2,744		2,048	696

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

(i) FMV 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))
(1)			90
(2)			-573
(3)			473
(4)			1,431
(5)			12
(6)			282
(7)			-844
(8)			-607
(9)			-474
(10)			-979
(11)			-552
(12)			-62
(13)			1,718
(14)			394
(15)			696

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 16 SHS METLIFE INC	P	12/08/09	01/31/13
(2) 42 SHS METLIFE INC	P	08/30/11	01/31/13
(3) 96 SHS MICROSOFT CORP	P	03/18/09	01/31/13
(4) 40 SHS MICROSOFT CORP	P	08/15/11	01/31/13
(5) 44 SHS MICROSOFT CORP	P	12/19/11	01/31/13
(6) 269 SHS MS&AD INS GRP HLDGS	P	11/26/07	01/31/13
(7) 62 SHS MS&AD INS GRP HLDGS	P	08/27/09	01/31/13
(8) 118 SHS MS&AD INS GRP HLDGS	P	08/27/09	01/31/13
(9) 59 SHS NEWCREST MINING	P	12/17/09	01/31/13
(10) 87 SHS NEWCREST MINING	P	12/19/11	01/31/13
(11) 34 SHS NEWMONT MINING CORP	P	04/09/07	01/31/13
(12) 15 SHS NEWMONT MINING CORP	P	08/15/11	01/31/13
(13) 5 SHS NEWMONT MINING CORP	P	08/18/11	01/31/13
(14) 34 SHS NEWMONT MINING CORP	P	12/19/11	01/31/13
(15) 140 SHS NIPPON TELE & TEL	P	06/12/07	01/31/13

(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)
(1) 593		587	6
(2) 1,557		1,404	153
(3) 2,638		1,614	1,024
(4) 1,099		1,031	68
(5) 1,209		1,130	79
(6) 2,788		4,755	-1,967
(7) 643		860	-217
(8) 1,223		1,636	-413
(9) 1,428		1,820	-392
(10) 2,105		2,715	-610
(11) 1,458		1,486	-28
(12) 643		898	-255
(13) 214		310	-96
(14) 1,458		2,084	-626
(15) 2,946		3,181	-235

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))
(1)			6
(2)			153
(3)			1,024
(4)			68
(5)			79
(6)			-1,967
(7)			-217
(8)			-413
(9)			-392
(10)			-610
(11)			-28
(12)			-255
(13)			-96
(14)			-626
(15)			-235

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 60 SHS NIPPON TELE & TEL	P	04/14/09	01/31/13
(2) 122 SHS NIPPON TELE & TEL	P	04/14/09	01/31/13
(3) 27 SHS NOBLE ENERGY INC	P	03/18/09	01/31/13
(4) 66 SHS NRG ENERGY INC NEW	P	03/10/08	01/31/13
(5) 62 SHS NRG ENERGY INC NEW	P	05/13/08	01/31/13
(6) 64 SHS OAO GAZPROM SPON	P	10/15/10	01/31/13
(7) 287 SHS OAO GAZPROM SPON	P	08/11/11	01/31/13
(8) 242 SHS OAO GAZPROM SPON	P	09/29/11	01/31/13
(9) 18 SHS OCCIDENTAL PETE CORP	P	03/30/10	01/31/13
(10) 18 SHS OCCIDENTAL PETE CORP	P	03/31/10	01/31/13
(11) 14 SHS PACCAR INC	P	09/21/11	01/31/13
(12) 12 SHS PACCAR INC	P	09/22/11	01/31/13
(13) 5 SHS PACCAR INC	P	09/23/11	01/31/13
(14) 10 SHS PACCAR INC	P	09/26/11	01/31/13
(15) 12 SHS PACCAR INC	P	09/28/11	01/31/13

(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)
(1) 1,263		1,173	90
(2) 2,567		2,385	182
(3) 2,900		1,378	1,522
(4) 1,584		2,775	-1,191
(5) 1,488		2,684	-1,196
(6) 603		688	-85
(7) 2,703		3,105	-402
(8) 2,279		2,366	-87
(9) 1,574		1,529	45
(10) 1,574		1,539	35
(11) 661		516	145
(12) 567		424	143
(13) 236		185	51
(14) 472		356	116
(15) 567		440	127

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))
(1)			90
(2)			182
(3)			1,522
(4)			-1,191
(5)			-1,196
(6)			-85
(7)			-402
(8)			-87
(9)			45
(10)			35
(11)			145
(12)			143
(13)			51
(14)			116
(15)			127

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 29 SHS PACCAR INC	P	12/19/11	01/31/13
(2) 149 SHS PANASONIC CORP	P	08/16/07	01/31/13
(3) 151 SHS PANASONIC CORP	P	09/27/10	01/31/13
(4) 103 SHS PANASONIC CORP	P	03/17/11	01/31/13
(5) 186 SHS PFIZER INCORPORATED	P	12/21/10	01/31/13
(6) 58 SHS PFIZER INCORPORATED	P	12/22/10	01/31/13
(7) 3 SHS PHILIP MORRIS INTL INC	P	11/02/06	01/31/13
(8) 32 SHS PHILIP MORRIS INTL INC	P	03/18/09	01/31/13
(9) 11 SHS RAYTHEON COMPANY NEW	P	03/18/09	01/31/13
(10) 25 SHS RAYTHEON COMPANY NEW	P	08/12/11	01/31/13
(11) 30 SHS RAYTHEON COMPANY NEW	P	08/15/11	01/31/13
(12) 62 SHS S K TELECOM LTD	P	03/18/09	01/31/13
(13) 13 SHS S K TELECOM LTE	P	08/20/09	01/31/13
(14) 17 SHS S K TELECOM LTD	P	08/20/09	01/31/13
(15) 100 SHS S K TELECOM LTD	P	08/20/09	01/31/13

(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)
(1) 1,369		1,041	328
(2) 977		2,587	-1,610
(3) 990		2,094	-1,104
(4) 675		1,235	-560
(5) 5,116		3,239	1,877
(6) 1,595		1,022	573
(7) 266		129	137
(8) 2,838		1,229	1,609
(9) 584		392	192
(10) 1,327		1,034	293
(11) 1,592		1,249	343
(12) 1,048		927	121
(13) 220		207	13
(14) 287		270	17
(15) 1,691		1,591	100

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

(i) FMV 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))
(1)			328
(2)			-1,610
(3)			-1,104
(4)			-560
(5)			1,877
(6)			573
(7)			137
(8)			1,609
(9)			192
(10)			293
(11)			343
(12)			121
(13)			13
(14)			17
(15)			100

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 83 S K TELECOM LTD	P	02/28/11	01/31/13
(2) 20 SHS SANOFI	P	04/08/08	01/31/13
(3) 57 SHS SANOFI	P	04/14/08	01/31/13
(4) 88 SHS SANOFI	P	07/01/09	01/31/13
(5) 567 SHS SEKISUI HOMES SPONS	P	08/14/09	01/31/13
(6) 70 SHS SEVEN & 1 HLDG CO	P	06/05/09	01/31/13
(7) 18 SHS SHISEIDO LTD SPON	P	11/06/06	01/31/13
(8) 99 SHS SHISEIDOLD LTD SPON	P	05/21/09	01/31/13
(9) 162 SHS SHISEIDO LTD SPON	P	05/24/11	01/31/13
(10) 118 SHS SWISSCOM AG	P	11/06/06	01/31/13
(11) 17 SHS TELECOM ITALIA NEW	P	11/06/06	01/31/13
(12) 100 SHS TELECOM ITALIA NEW	P	11/06/06	01/31/13
(13) 100 SHS TELECOM ITALIA NEW	P	11/06/06	01/31/13
(14) 276 SHS TELECOM ITALIA NEW	P	11/06/06	01/31/13
(15) 38 SHS TELECOM ITALIA NEW	P	03/20/07	01/31/13

(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)
(1) 1,403		1,471	-68
(2) 973		771	202
(3) 2,774		2,188	586
(4) 4,283		2,672	1,611
(5) 6,183		5,492	691
(6) 4,250		3,326	924
(7) 238		343	-105
(8) 1,312		1,727	-415
(9) 2,146		2,693	-547
(10) 5,210		4,141	1,069
(11) 144		436	-292
(12) 846		2,562	-1,716
(13) 847		2,562	-1,715
(14) 2,337		7,071	-4,734
(15) 321		935	-614

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

(i) FMV 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))
(1)			-68
(2)			202
(3)			586
(4)			1,611
(5)			691
(6)			924
(7)			-105
(8)			-415
(9)			-547
(10)			1,069
(11)			-292
(12)			-1,716
(13)			-1,715
(14)			-4,734
(15)			-614

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 100 SHS TELECOM ITALIA NEW	P	03/20/07	01/31/13
(2) 25 SHS TIME WARNER INC NEW	P	10/18/10	01/31/13
(3) 35 SHS TIME WARNER INC NEW	P	10/19/10	01/31/13
(4) 5 SHS TIME WARNER INC NEW	P	10/20/10	01/31/13
(5) 21 SHS TIME WARNER INC NEW	P	10/21/10	01/31/13
(6) 14 SHS TIME WARNER INC NEW	P	12/23/10	01/31/13
(7) 21 SHS TIME WARNER INC NEW	P	12/23/10	01/31/13
(8) 3 SHS TOYOTA MOTOR CP	P	09/09/10	01/31/13
(9) 19 SHS TOYOTA MOTOR CP	P	09/10/10	01/31/13
(10) 46 SHS TOYOTA MOTOR CP	P	10/20/10	01/31/13
(11) 34 SHS UNION PACIFIC CORP	P	11/02/06	01/31/13
(12) 51 SHS UNUM GROUP	P	05/26/10	01/31/13
(13) 35 SHS UNUM GROUP	P	09/23/10	01/31/13
(14) 85 SHS UNUM GROUP	P	09/24/10	01/31/13
(15) 15 SHS UNUM GROUP	P	09/27/10	01/31/13

(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)
(1) 846		2,461	-1,615
(2) 1,262		798	464
(3) 1,766		1,110	656
(4) 252		172	80
(5) 1,060		684	376
(6) 707		457	250
(7) 1,060		685	375
(8) 286		211	75
(9) 1,810		1,357	453
(10) 4,383		3,311	1,072
(11) 4,469		1,543	2,926
(12) 1,183		1,149	34
(13) 812		782	30
(14) 1,972		1,914	58
(15) 348		348	

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

(i) FMV 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))
(1)			-1,615
(2)			464
(3)			656
(4)			80
(5)			376
(6)			250
(7)			375
(8)			75
(9)			453
(10)			1,072
(11)			2,926
(12)			34
(13)			30
(14)			58
(15)			

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12

and ending

06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 16 SHS UNUM GROUP	P	09/30/10	01/31/13
(2) 106 SHS VIACOM INC CL B NEW	P	11/02/06	01/31/13
(3) 80 SHS VODAFONE GROUP NEW	P	11/02/06	01/31/13
(4) 61 SHS VODAFONE GROUP NEW	P	07/22/08	01/31/13
(5) 60 SHS WACOAL HLDGS CORP	P	11/06/06	01/31/13
(6) 64 SHS WELLS FARGO & CO NEW	P	03/18/09	01/31/13
(7) 80 SHS WELLS FARGO & CO NEW	P	05/02/11	01/31/13
(8) 138 SHS NINTENDO LTD	P	08/28/09	02/01/13
(9) 59 SHS NINTENDO LTD	P	05/25/11	02/01/13
(10) 1000 SHS EDISON MISSION	P	08/18/11	07/17/12
(11) 27000 SHS EDISON MISSION	P	12/22/10	07/17/12
(12) 70 SHS STATE STREET CORP	P	11/28/11	07/31/12
(13) 100 SHS STATE STREET CORP	P	05/18/12	07/31/12
(14) 710 SHS STATE STREET CORP	P	12/22/10	07/31/12
(15) 100 SHS STATE STREET CORP	P	03/09/11	07/31/12

(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)
(1) 371		372	-1
(2) 6,373		4,096	2,277
(3) 2,183		2,066	117
(4) 1,665		1,594	71
(5) 3,083		3,731	-648
(6) 2,231		986	1,245
(7) 2,789		2,341	448
(8) 1,644		4,602	-2,958
(9) 703		1,680	-977
(10) 599		995	-396
(11) 16,186		26,734	-10,548
(12) 2,819		2,581	238
(13) 4,026		4,168	-142
(14) 28,588		33,715	-5,127
(15) 4,026		4,460	-434

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

(i) FMV 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))
(1)			-1
(2)			2,277
(3)			117
(4)			71
(5)			-648
(6)			1,245
(7)			448
(8)			-2,958
(9)			-977
(10)			-396
(11)			-10,548
(12)			238
(13)			-142
(14)			-5,127
(15)			-434

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 240 SHS WEIGHT WATCHERS INTL INC.	P	12/22/10	09/07/12
(2) 50 SHS KIMCO REALTY CORP	P	05/18/12	10/10/12
(3) 880 SHS KIMCO REALTY CORP	P	12/22/10	10/10/12
(4) 599.4102 SHS CEDAR REALTY 8.875%	P	12/22/10	10/11/12
(5) 123.5897 SHS CEDAR REALTY 8.875%	P	04/29/11	10/11/12
(6) 97 SHS CEDAR REALTY 8.875%	P	12/22/10	10/15/12
(7) 20 SHS CEDAR REALTY 8.875%	P	04/29/11	10/15/12
(8) 90 SHS PEABODY ENERGY CORP	P	05/18/12	11/08/12
(9) 40 SHS REALTY INCOME CORP	P	11/30/11	11/08/12
(10) 2730 SHS ROUNDY INC	P	06/01/12	11/19/12
(11) 27000 SHS SUPERVALU INC	P	12/22/10	11/01/12
(12) 1000 SHS SUPERVALU INC	P	08/18/11	11/01/12
(13) 22000 SHS TESORO	P	12/22/10	11/01/12
(14) 800 SHS CBL & ASSOC PPTYS	P	12/22/10	11/05/12
(15) 400 SHS CBL & ASSOC PPTYS	P	03/09/11	11/05/12

(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)
(1) 12,423		9,030	3,393
(2) 12,500		12,847	-347
(3) 22,000		22,689	-689
(4) 14,985		13,755	1,230
(5) 3,090		2,953	137
(6) 2,425		2,226	199
(7) 500		478	22
(8) 2,370		2,199	171
(9) 15,462		13,380	2,082
(10) 10,214		29,409	-19,195
(11) 25,636		26,111	-475
(12) 949		1,020	-71
(13) 22,715		22,162	553
(14) 20,000		19,308	692
(15) 10,000		10,071	-71

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

(i) FMV 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))
(1)			3,393
(2)			-347
(3)			-689
(4)			1,230
(5)			137
(6)			199
(7)			22
(8)			171
(9)			2,082
(10)			-19,195
(11)			-475
(12)			-71
(13)			553
(14)			692
(15)			-71

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 90 SHS AIR PROD & CHEMICALS INC.	P	12/22/10	11/08/12
(2) 130 SHS AIR PROD & CHEMICAL INC.	P	12/22/10	11/08/12
(3) 470 SHS B & G FOODS INC.	P	06/09/11	11/08/12
(4) 320 SHS ECOLAB INC.	P	12/22/10	11/08/12
(5) 270 SHS GRACO INCORPORATED	P	12/22/10	11/08/12
(6) 330 SHS JACOBS ENGINEERING GROUP	P	12/22/10	11/08/12
(7) 340 SHS MCCORMICK & CO., INC.	P	12/22/10	11/08/12
(8) 90 SHS METTLER TOLEDO INTL.	P	12/22/10	11/08/12
(9) 20 SHS METTLER TOLEDO INTL	P	03/09/11	11/08/12
(10) 490 SHS PEABODY ENERGY	P	12/22/10	11/08/12
(11) 120 SHS SHERWIN WILLIAMS CO.	P	12/22/10	11/08/12
(12) 320 SHS TOTAL S A ADR	P	12/22/10	11/08/12
(13) 27,000 SHS PATRIOT COAL CRP	P	12/22/10	12/04/12
(14) 1,000 SHS PATRIOT COAL CRP	P	08/18/11	12/04/12
(15) 170 SHS WEIGHT WATCHERS INTL INC.	P	12/22/10	12/04/12

(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)
(1) 7,187		8,140	-953
(2) 10,382		11,856	-1,474
(3) 13,621		8,170	5,451
(4) 22,501		16,081	6,420
(5) 13,156		10,916	2,240
(6) 12,900		15,281	-2,381
(7) 20,888		15,996	4,892
(8) 15,921		13,878	2,043
(9) 3,538		3,481	57
(10) 12,901		31,028	-18,127
(11) 17,156		10,082	7,074
(12) 15,380		17,030	-1,650
(13) 13,047		27,458	-14,411
(14) 483		1,005	-522
(15) 8,634		6,396	2,238

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

(i) FMV 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))
(1)			-953
(2)			-1,474
(3)			5,451
(4)			6,420
(5)			2,240
(6)			-2,381
(7)			4,892
(8)			2,043
(9)			57
(10)			-18,127
(11)			7,074
(12)			-1,650
(13)			-14,411
(14)			-522
(15)			2,238

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 27,000 SHS INVERNESS MED	P	08/18/11	12/11/12
(2) 407 SHS FIRST INDL 7.25%	P	12/22/10	12/21/12
(3) 870 SHS HASBRO INC	P	08/16/12	03/07/13
(4) 880 SHS HASBRO INC	P	11/08/12	03/07/13
(5) 1155 SHS AVERY DENNISON CORP	P	05/31/12	03/08/13
(6) 225 SHS AVERY DENNISON CORP	P	11/08/12	03/08/13
(7) 60 SHS BREITBURN ENERGY PTNR LP	P	05/18/12	03/08/13
(8) 430 SHS BUCKEYE PARTNERS UTS	P	11/08/12	03/08/13
(9) 80 SHS GLAXOSMITHKLINE PLC	P	11/08/12	03/08/13
(10) 570 SHS HORMEL FOODS CORP	P	05/18/12	03/08/13
(11) 500 SHS PAA NATURAL GAS STORAGE	P	05/18/12	03/08/13
(12) 60 SHS PARKER-HANNIFIN CORP	P	05/18/12	03/08/13
(13) 140 SHS PEABODY ENERGY CORP	P	05/18/12	03/08/13
(14) 180 SHS ROUNDYS INC	P	06/01/12	03/08/13
(15) 850 SHS WILEY JOHN & SON CL A	P	05/18/12	03/08/13

(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)
(1) 27,515		26,610	905
(2) 10,175		7,926	2,249
(3) 35,696		33,111	2,585
(4) 36,106		33,044	3,062
(5) 48,487		33,750	14,737
(6) 9,446		7,570	1,876
(7) 1,158		1,037	121
(8) 25,362		20,195	5,167
(9) 3,550		3,522	28
(10) 21,879		16,929	4,950
(11) 9,791		9,064	727
(12) 5,845		4,885	960
(13) 3,046		3,420	-374
(14) 1,074		1,939	-865
(15) 32,864		37,213	-4,349

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

(i) FMV 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))
(1)			905
(2)			2,249
(3)			2,585
(4)			3,062
(5)			14,737
(6)			1,876
(7)			121
(8)			5,167
(9)			28
(10)			4,950
(11)			727
(12)			960
(13)			-374
(14)			-865
(15)			-4,349

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13		

Name EDWARD AND JUNE KELLOGG FOUNDATION	Employer Identification Number 30-0057241
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(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.)
(1) 100 SHS WILEY JOHN & SON CL A	P	11/08/12	03/08/13
(2) 430 SHS XYLEM INC	P	05/18/12	03/08/13
(3) 110 SHS COMWLTH BK OF AUSTRALIAF	P	11/08/12	03/11/13
(4) 606 SHS SAUL CENTERS INC	P	12/22/10	03/02/13
(5) 22000 SHS GIBRALTAR INDS 8.0XXX	P	12/22/10	03/04/13
(6) 210 SHS ANADARKO PETROLEUM CORP	P	12/22/10	03/08/13
(7) 90 SHS AUTO DATA PROCESSING	P	12/22/10	03/08/13
(8) 340 SHS BARD C R INCORPORATED	P	12/22/10	03/08/13
(9) 710 SHS BEMIS CO INC	P	12/22/10	03/08/13
(10) 310 SHS BRADY CORPORATION CL A	P	12/22/10	03/08/13
(11) 1420 SHS BREITBURN ENERGY PTNR LP	P	11/11/11	03/08/13
(12) 370 SHS BUCKEYE PARTNERS	P	12/22/10	03/08/13
(13) 100 SHS BUCKEYE PARTNERS	P	03/09/11	03/08/13
(14) 430 SHS CHURCH & DWIGHT CO INC	P	12/22/10	03/08/13
(15) 790 SHS COMINAR REAL EST INVT	P	12/22/10	03/08/13

(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)
(1) 3,866		4,310	-444
(2) 12,186		10,636	1,550
(3) 7,828		6,591	1,237
(4) 15,150		15,482	-332
(5) 22,293		22,727	-434
(6) 17,348		14,231	3,117
(7) 5,676		4,223	1,453
(8) 34,295		31,741	2,554
(9) 27,139		23,573	3,566
(10) 10,564		10,314	250
(11) 27,417		25,414	2,003
(12) 21,823		24,704	-2,881
(13) 5,898		6,445	-547
(14) 26,207		15,193	11,014
(15) 17,111		16,292	819

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))
(1)			-444
(2)			1,550
(3)			1,237
(4)			-332
(5)			-434
(6)			3,117
(7)			1,453
(8)			2,554
(9)			3,566
(10)			250
(11)			2,003
(12)			-2,881
(13)			-547
(14)			11,014
(15)			819

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 210 SHS EMERSON ELECTRIC CO	P	12/22/10	03/08/13
(2) 140 SHS ENTERPRISE PRD PRTNERS	P	12/22/10	03/08/13
(3) 440 SHS FISERV INC	P	04/29/11	03/08/13
(4) 660 SHS GENERAL MILLS INC	P	12/22/10	03/08/13
(5) 370 SHS GLAXOSMITHKLINE PLC	P	12/22/10	03/08/13
(6) 100 SHS GLAXOSMITHKLINE PLC	P	03/09/11	03/08/13
(7) 30 SHS GRAINGER W W INC	P	12/22/10	03/08/13
(8) 820 SHS I T T CORPORATION NEW	P	11/30/11	03/08/13
(9) 440 SHS INFOSYS LTD SPON	P	12/22/10	03/08/13
(10) 20 SHS INFOSYS LTD SPON	P	11/28/11	03/08/13
(11) 20 SHS JACOBS ENGINEERING GROUP	P	12/22/10	03/08/13
(12) 300 SHS KIMBERL-CLARK CORP	P	11/30/11	03/08/13
(13) 640 SHS MARATHON OIL CORP	P	12/22/10	03/08/13
(14) 20 SHS MARATHON OIL CORP	P	11/28/11	03/08/13
(15) 320 SHS MARATHON PETE CORP	P	12/22/10	03/08/13

(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)
(1) 11,956		12,166	-210
(2) 8,031		5,775	2,256
(3) 37,109		27,218	9,891
(4) 30,552		23,492	7,060
(5) 16,421		14,482	1,939
(6) 4,438		3,874	564
(7) 6,917		4,139	2,778
(8) 22,564		16,718	5,846
(9) 24,090		32,489	-8,399
(10) 1,095		1,019	76
(11) 1,009		926	83
(12) 28,203		21,343	6,860
(13) 21,385		13,916	7,469
(14) 668		519	149
(15) 28,274		9,414	18,860

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

(i) FMV 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))
(1)			-210
(2)			2,256
(3)			9,891
(4)			7,060
(5)			1,939
(6)			564
(7)			2,778
(8)			5,846
(9)			-8,399
(10)			76
(11)			83
(12)			6,860
(13)			7,469
(14)			149
(15)			18,860

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13		

Name EDWARD AND JUNE KELLOGG FOUNDATION	Employer Identification Number 30-0057241
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(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.)
(1) 230 SHS MARATHON PETE CORP	P	11/30/11	03/08/13
(2) 380 SHS NATIONAL GRID PLC	P	12/22/10	03/08/13
(3) 250 SHS NOVARTIS A G SPON	P	12/22/10	03/08/13
(4) 340 SHS OMNICON GROUP INC	P	12/22/10	03/08/13
(5) 1490 SHS PAA NATURAL GAS STORAGE	P	02/24/12	03/08/13
(6) 380 SHS PARKER-HANNIFIN CORP	P	08/02/11	03/08/13
(7) 270 SHS PAYCHEX INC	P	12/22/10	03/08/13
(8) 250 SHS REALTY INCOME CORP	P	11/30/11	03/08/13
(9) 120 SHS SUBURBAN PROPANE PRT	P	08/04/11	03/08/13
(10) 350 SHS SUNOCO LOGISTICS PTNR LP	P	12/22/10	03/08/13
(11) 100 SHS T C PIPELINES LP	P	12/22/10	03/08/13
(12) 390 SHS TORONTO DOMINION BANK	P	12/22/10	03/08/13
(13) 730 SHS XYLEM INC	P	11/30/11	03/08/13
(14) 218.8717 SHS CEDAR REALTY 8.875%	P	12/22/10	03/11/13
(15) 45.1282 SHS CEDAR REALTY 8.875%	P	04/29/11	03/11/13

(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)
(1) 20,322		7,956	12,366
(2) 20,771		16,970	3,801
(3) 17,130		14,772	2,358
(4) 19,871		15,802	4,069
(5) 29,178		28,414	764
(6) 37,019		27,043	9,976
(7) 9,116		8,394	722
(8) 11,333		8,254	3,079
(9) 5,017		5,340	-323
(10) 23,705		9,499	14,206
(11) 4,662		4,932	-270
(12) 32,168		28,297	3,871
(13) 20,687		17,530	3,157
(14) 5,472		5,022	450
(15) 1,128		1,078	50

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
(1)			12,366
(2)			3,801
(3)			2,358
(4)			4,069
(5)			764
(6)			9,976
(7)			722
(8)			3,079
(9)			-323
(10)			14,206
(11)			-270
(12)			3,871
(13)			3,157
(14)			450
(15)			50

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 500 SHS COMWLTH BK OF AUSTRALIAF	P	11/29/11	03/11/13
(2) 260 SHS SCHNEIDER ELEC SA ORD	P	12/23/10	03/11/13
(3) 10 SHS SCHNEIDER ELEC SA ORD	P	03/10/11	03/11/13
(4) 9000 SHS EDUCATION MGMT	P	05/30/12	04/05/13
(5) 0.7890 SHS H&R REAL EST INVT TR	P	04/08/13	04/08/13
(6) 28000 SHS EDUCATION MGMT	P	03/30/12	04/05/13
(7) 880 SHS PRIMARIS RETAIL REIT	P	12/22/10	04/08/13
(8) 563 SHS FIRST INDL 7.25%	P	12/22/10	04/11/13
(9) 250 SHS FIRST INDL 7.25%	P	04/29/11	04/11/13
(10) 1010 SHS PARKWAY PPTYS INC	P	12/22/10	04/25/13
(11) 340 SHS PARKWAY PPTYS INC	P	11/30/11	04/25/13
(12) 23000 SHS PENN VA CORP	P	12/22/10	04/25/13
(13) 550 SHS ZIONS CAP TR	P	05/18/12	05/03/13
(14) 29,000 SHS ARCH COAL	P	05/18/12	05/08/13
(15) 220 SHS AIR PROD & CHEMICALS INC	P	03/08/13	05/20/13

(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)
(1) 35,581		23,646	11,935
(2) 20,246		19,960	286
(3) 779		801	-22
(4) 9,000		8,745	255
(5) 18		18	
(6) 28,000		27,315	685
(7) 10,488		17,028	-6,540
(8) 14,075		9,774	4,301
(9) 6,250		4,967	1,283
(10) 25,250		21,319	3,931
(11) 8,500		7,032	1,468
(12) 24,493		25,726	-1,233
(13) 13,750		14,330	-580
(14) 30,145		29,407	738
(15) 20,899		19,608	1,291

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))
(1)			11,935
(2)			286
(3)			-22
(4)			255
(5)			
(6)			685
(7)			-6,540
(8)			4,301
(9)			1,283
(10)			3,931
(11)			1,468
(12)			-1,233
(13)			-580
(14)			738
(15)			1,291

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12 and ending **06/30/13**

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 150 SHS CUMMINS INC	P	03/08/13	05/20/13
(2) 590 SHS EDP ENERGIAS PORTUG	P	03/08/13	05/20/13
(3) 1270 SHS ENERPLUS CORP	P	03/08/13	05/20/13
(4) 540 SHS FABRINET	P	03/08/13	05/20/13
(5) 1340 SHS FERRELLGAS PARTNERS LP	P	03/08/13	05/20/13
(6) 210 SHS GLOBAL PARTNERS LP	P	03/08/13	05/20/13
(7) 90 SHS GRUPO AEROPORTUARIO	P	03/08/13	05/20/13
(8) 340 SHS HATTERAS FINANCIAL CORP	P	03/08/13	05/20/13
(9) 430 SHS HUANENG PWR INTL	P	03/08/13	05/20/13
(10) 120 SHS JOHNSON & JOHNSON	P	03/08/13	05/20/13
(11) 350 SHS JOHNSON CONTROLS INC	P	03/08/13	05/20/13
(12) 690 SHS LIBERTY PROBERTY TRUST REIT	P	03/08/13	05/20/13
(13) 760 SHS MONMOUTH REAL EST INV	P	03/08/13	05/20/13
(14) 1830 SHS PENGROWTH ENERGY CORP	P	03/08/13	05/20/13
(15) 1760 SHS PENN WEST PETE LTD NEW	P	03/08/13	05/20/13

(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)
(1) 17,598		17,918	-320
(2) 18,608		18,093	515
(3) 20,232		18,349	1,883
(4) 7,806		9,223	-1,417
(5) 27,771		27,402	369
(6) 7,707		7,772	-65
(7) 4,874		5,576	-702
(8) 8,953		9,170	-217
(9) 20,060		17,486	2,574
(10) 10,545		9,395	1,150
(11) 13,185		11,827	1,358
(12) 30,360		27,039	3,321
(13) 8,223		8,533	-310
(14) 9,372		9,296	76
(15) 16,840		18,564	-1,724

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

(i) FMV 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))
(1)			-320
(2)			515
(3)			1,883
(4)			-1,417
(5)			369
(6)			-65
(7)			-702
(8)			-217
(9)			2,574
(10)			1,150
(11)			1,358
(12)			3,321
(13)			-310
(14)			76
(15)			-1,724

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12

and ending

06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 260 SHS PETROCHINA CO ADR	P	03/08/13	05/20/13
(2) 1200 SHS PVR PARTNERS LP	P	03/08/13	05/20/13
(3) 1550 SHS ROUNDYS INC	P	06/01/12	05/20/13
(4) 120 SHS TEEKAY LNG PARTNERS LP	P	03/08/13	05/20/13
(5) 230 SHS WILEY JOHN & SON	P	11/08/12	05/20/13
(6) 370 SHS YANDEX N V CL A	P	03/08/13	05/20/13
(7) 21250 SHS PRECINCT PPTYS NZ	P	03/14/13	05/21/13
(8) 470 SHS USA COMPRESSION PARTNERS	P	03/08/13	05/21/13
(9) 30000 SHS STONEMOR OPER	P	09/05/12	05/28/13
(10) 260 SHS HEINEKEN N V ADR	P	12/22/10	05/20/13
(11) 80 SHS HEINZ HJ CO	P	12/22/10	05/20/13
(12) 160 SHS INFOSYS LTD	P	11/28/11	05/20/13
(13) 390 SHS HEINZ H J CO	P	11/08/12	06/10/13
(14) 1430 SHS GLADSTONE COMMERCIAL	P	03/08/13	06/14/13
(15) 570 SHS GLOBAL PARTNERS LP	P	03/08/13	06/14/13

(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)
(1) 33,198		36,280	-3,082
(2) 30,266		27,360	2,906
(3) 11,439		16,697	-5,258
(4) 5,288		4,653	635
(5) 9,031		9,914	-883
(6) 10,740		9,243	1,497
(7) 19,115		18,237	878
(8) 10,229		9,072	1,157
(9) 32,093		30,417	1,676
(10) 9,470		6,308	3,162
(11) 5,779		3,983	1,796
(12) 6,834		8,154	-1,320
(13) 28,275		22,510	5,765
(14) 27,308		27,790	-482
(15) 21,716		21,096	620

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))
(1)			-3,082
(2)			2,906
(3)			-5,258
(4)			635
(5)			-883
(6)			1,497
(7)			878
(8)			1,157
(9)			1,676
(10)			3,162
(11)			1,796
(12)			-1,320
(13)			5,765
(14)			-482
(15)			620

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2012

For calendar year 2012, or tax year beginning

07/01/12, and ending 06/30/13

Name

Employer Identification Number

EDWARD AND JUNE KELLOGG FOUNDATION

30-0057241

(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.)
(1) 234 SHS GRUPO AEROPORTUARIO	P	03/08/13	06/14/13
(2) 730 SHS JOHNSON CONTROLS INC	P	03/08/13	06/14/13
(3) 420 SHS THERMON GROUP HLDGS INC	P	03/08/13	06/14/13
(4) 116 SHS GRUPO AEROPORTUARIO	P	03/08/13	06/17/13
(5) 783 SHS WEINGARTEN RLTY 6.50%	P	12/22/10	06/05/13
(6) 380 SHS HEINZ H J CO	P	12/22/10	06/10/13
(7) 200 SHS HEINZ H J CO	P	03/09/11	06/10/13
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 10,896		14,497	-3,601
(2) 27,550		24,667	2,883
(3) 8,627		9,358	-731
(4) 5,359		7,186	-1,827
(5) 19,575		17,768	1,807
(6) 27,550		18,921	8,629
(7) 14,500		9,959	4,541
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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))
(1)			-3,601
(2)			2,883
(3)			-731
(4)			-1,827
(5)			1,807
(6)			8,629
(7)			4,541
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description				How Received			
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
LONG-TERM GAIN/LOSS FROM PASS-THROUGH ENTITY							
			\$ 116	\$ 116	\$	\$	116
TOTAL							
			\$ 116	\$ 0	\$ 0	\$ 0	116

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUNDS	\$ 731		
FEDERAL TAX REFUNDS	1,310		
FORMS K-1 - BOX 1	-19,752		
FORMS K-1 - BOX 3	161		
FORMS K-1 - BOX 10	-659		
FORMS K-1 - BOX 11	-271		
FORMS K-1 - BOX 13A	-5		
FORMS K-1 - BOX 13J	-2,781		
TOTAL	\$ -21,266	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
BREDERNITZ WAGNER & CO., PC	\$ 710	\$	\$	\$
TOTAL	\$ 710	\$ 0	\$ 0	\$ 0

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES	\$ 45,369	\$ 45,369	\$	\$
FORMS K-1 - BOX 13H - INVESTMENT	62	62		
TOTAL	\$ 45,431	\$ 45,431	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROPERTY TAXES	\$ 2,057	\$ 2,057	\$	\$
FOREIGN TAXES PAID	3,959	3,959		
MICHIGAN ANNUAL FEE	20			20
TOTAL	\$ 6,036	\$ 6,016	\$ 0	\$ 20

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
7/01/07	LAPTOP COMPUTER	\$ 881	\$ 793	S/L	5	\$ 88	\$	\$
TOTAL		\$ 881	\$ 793			\$ 88	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
INSURANCE	486			364
INSURANCE - KAMP KELLOGG	165	122		165
MEALS - FND	1,727			1,727
	\$	\$	\$	\$

Federal Statements

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
OFFICE SUPPLIES	\$ 2,440			\$ 1,220
OPERATING SUPPLIES	1,190			
LODGING	394			394
MAINTENANCE & UPKEEP	2,169			2,169
PUBLIC RELATIONS/COMMUNITY IN	4,617			4,617
MISCELLANEOUS	426			250
DUES & MEMBERSHIPS	1,300			1,300
TRAVEL	1,835			1,651
CONFERENCES	600	300		300
WEBSITE - KAMP KELLOGG	540			540
SUPPLIES - KAMP KELLOGG	324			324
TOTAL	\$ 18,213	\$ 422	\$ 0	\$ 15,021

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MASTER ACCOUNT - SEE SCHEDULE	\$ 52,964	\$ 65,105	MARKET	\$ 65,105
THOMAS PARTNERS - SEE SCHEDULE	663,011	1,072,842	MARKET	1,072,842
TRADEWINDS GLOBAL -SEE SCHED	327,793		MARKET	
HODGES/MASON CAPITAL - SEE SCHEDULE	2,303,549	2,492,093	MARKET	2,492,093
TOTAL	\$ 3,347,317	\$ 3,630,040		\$ 3,630,040

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
HODGES/MASON CAPITAL - SEE SCHEDULE	\$ 436,774	\$ 238,734	MARKET	\$ 238,734
TOTAL	\$ 436,774	\$ 238,734		\$ 238,734

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AMERIGAS PARTNERS LP	\$ 23,638	\$ 43,993	MARKET	\$ 43,993
BREITBURN ENERGY PTR LP	36,808	25,550	MARKET	25,550
BUCKEYE PARTNERS UTS LP	24,520	54,725	MARKET	54,725
COMINAR REAL EST INVT	36,040	24,098	MARKET	24,098
CROMBIE REIT		8,258	MARKET	8,258
DCP MIDSTREAM PARTNERS		49,772	MARKET	49,772
ENTERPRISE PRD PRTNRS PL	39,455	53,449	MARKET	53,449
H&R REAL ESTATE INVT TR		9,553	MARKET	9,553
KINDER MORGAN ENERGY LP	25,931	46,116	MARKET	46,116
MARTIN MIDSTREAM		37,917	MARKET	37,917
MONMOUTH REAL EST INC		17,075	MARKET	17,075
ONEOK PARTNERS LP	21,500	44,073	MARKET	44,073
PLAINS AMERN PPLN LP	24,243	43,532	MARKET	43,532
REALTY INCOME COPR	51,795	31,859	MARKET	31,859
SUBURBAN PROPANE PRT LO	31,365	43,663	MARKET	43,663
SUNOCO LOGISTICS PTNR	27,203	44,765	MARKET	44,765
TC PIPELINES LP	37,497	49,246	MARKET	49,246
TEEKAY LGN PARTNERS LP		15,295	MARKET	15,295
URSTADT BIDDLE PTYS CLA		31,465	MARKET	31,465
ZIONS CAP TR B 8.0%	14,267		MARKET	
JP MORGAN EXCH TRADED NT		28,217	MARKET	28,217
TOTAL	\$ 394,262	\$ 702,621		\$ 702,621

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
OFFICE EQUIPMENT	\$ 976	\$ 1,856	\$ 968	\$ 888
PONTIUS ROAD	158,813	158,813		88,000
ADAMS ROAD	467,000	467,000		264,000
TOTAL	\$ 626,789	\$ 627,669	\$ 968	\$ 352,888

Statement 12 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAIN - JF	\$ 12,141
UNREALIZED GAIN - TPI	120,145
UNREALIZED GAIN - TRADEWIND	58,964
UNREALIZED GAIN - HODGES	213,570
NET FORMS K-1 ACTIVITY	22,731
TOTAL	\$ 427,551

Statement 13 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
ROUNDING ADJUSTMENT	\$ 4
TOTAL	\$ 4

Statement 14 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

EDWARD AND JUNE KELLOGG FOUNDATION WILL ACCEPT ALL GRANT REQUESTS AND WILL CONSIDER MAKING THE GRANT IF IT IS WITHIN THE GRANT MAKING GUIDELINES OF THE FOUNDATION. REQUESTS SHOULD INCLUDE AMOUNT REQUESTED, THE PURPOSE THE FUNDS WILL BE USED FOR, AND THE EXEMPT PURPOSE OF THE REQUESTING ORGANIZATION, IF APPLICABLE.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

THERE ARE NO SUBMISSION DEADLINES.

Statement 15 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

GRANT FOCUS AREAS: IMPROVING EDUCATION AND CREATING OPPORTUNITIES FOR CAREERS IN DENTISTRY; TO ADVANCE THE DENTAL HEALTH AND WELL-BEING OF YOUTH IN OUR COMMUNITIES AND THOSE UNDERSERVED IN OTHER PARTS OF THE WORLD; TO PROVIDE SPIRITUAL SUPPORT IN THE PROCESS OF THESE ENDEAVORS; TO PROVIDE MONIES AND SUPPORT FOR THE HUMANE TREATMENT OF ANIMALS; TO SUPPORT LOCAL ORGANIZATIONS; AND TO PROMOTE COMMUNITY STEWARDSHIP.

Federal Statements

Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
BOY SCOUTS OF AMERICA	ANN ARBOR MI 48104	1999 HURON PARKWAY	TAX-EXEMPT	FRIENDS OF SCOUTING GENERAL FUND	5,000
COMMUNITY BIBILE CHURCH	BRIGHTON MI 48114	7372 GRAND RIVER AVE.	TAX-EXEMPT	GENERAL OPERATIONS	5,000
DENTISTRY FROM THE HEART	TAMPA FL 33615	8313 W. HILLSBOROUGH AVE.	TAX-EXEMPT	GENERAL OPERATIONS	1,095
ELKS CLUB	HOWELL MI 48843	2830 E. GRAND RIVER	TAX-EXEMPT	DONATION	500
GREAT COMMISSION AIR	ANN ARBOR MI 48113-1374	P.O. BOX 131374	TAX-EXEMPT	SPONSORSHIP	3,700
HHS CHOIR PROGRAM	HOWELL MI 48843	411 HIGHLANDER WAY	TAX-EXEMPT	PROGRAM DONATION	150
HIDDEN SPRINGS	HOWELL MI 48855	5860 N. LATSON ROAD	TAX-EXEMPT	FOOD PANTRY GRANT	6,000
HIDDEN SPRINGS	HOWELL MI 48855	5860 N. LATSON ROAD	TAX-EXEMPT	FOOD PANTRY GRANT	6,000
HIDDEN SPRINGS	HOWELL MI 48855	5860 N. LATSON ROAD	TAX-EXEMPT	THANKGIVING FOOD	2,500
HIDDEN SPRINGS	HOWELL MI 48855	5860 N. LATSON ROAD	TAX-EXEMPT	FOOD PANTRY GRANT	6,000
HIDDEN SPRINGS	HOWELL MI 48855	5860 N. LATSON ROAD	TAX-EXEMPT	FOOD PANTRY GRANT	6,000
HOWELL AREA CHAMBER OF COMM FND	HOWELL MI 48843	123 E. WASHINGTON STREET	TAX-EXEMPT	VETERAN'S MEMORIAL MATCHING GRANT	20,000
KALKASKA UMC - KAMP KELLOGG	KALKASKA MI 49646	2525 BEEBE ROAD	TAX-EXEMPT	KAMP KELLOGG MAINT. FUND	50,000
KNIGHTS OF COLUMBUS	FOWLerville MI 48836	PO BOX 707	TAX-EXEMPT	GENERAL FUND	100
LACASA	HOWELL MI 48843	2895 W. GRAND RIVER AVE.	TAX-EXEMPT	PARENTING CLASSES, EMERGENCY FUNDS,	25,000
LCCA - RUN DRUGS OUT OF TOWN	HOWELL MI 48843	2020 E. GRAND RIVER AVE.	TAX-EXEMPT	SPONSORSHIP	500
LIVINGSTON ESSENTIAL TRANS. SERV.	HOWELL MI 48843	3950 W. GRAND RIVER	TAX-EXEMPT	LOW INCOME FAMILIES	100
MOST MINISTRIES	ANN ARBOR MI 48105	4090 GEDDES ROAD	TAX-EXEMPT	OPERATING FUND DONATION	11,000
MOST MINISTRIES	ANN ARBOR MI 48105	4090 GEDDES ROAD	TAX-EXEMPT	MISSIONS	14,500

Federal Statements

Statement 16 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
PHEASANTS FOREVER					
HOWELL MI 48843		NONE	3399 GRAND RIVER, STE 201 TAX-EXEMPT	GENERAL FUND DONATION	700
SHEPHERD OF THE LAKES					
BRIGHTON MI 48114		NONE	2101 S. HACKER ROAD TAX-EXEMPT	BI-ANNUAL GRANT PAYMENT	8,000
ST. AGNES CHURCH					
FOWLERVILLE MI 48836		NONE	855 E. GRAND RIVER TAX-EXEMPT	GENERAL FUND DONATION	5,000
ST. JOSEPH'S SCHOOL					
HOWELL MI 48843		NONE	440 E. WASHINGTON TAX-EXEMPT	SCHOOL DONATION	250
TRIPLE R RANCH					
HOWELL MI 48855		NONE	4101 E. CLYDE ROAD TAX-EXEMPT	GENERAL FUND	2,000
TROOP 336					
FOWLERVILLE MI 48836		NONE	123 S. BENJAMIN STREET TAX-EXEMPT	DONATION	4,380
TROOP 364 - EAGLE SCOUTS					
HOWELL MI 48843		NONE	1230 BOWER STREET TAX-EXEMPT	COMMUNITY PROJECT SUPPORT	100
CAMP LIBERTY					
BRIGHTON MI 48116		NONE	853 DEVONSHIRE TAX-EXEMPT	BRIDGE REPAIR	13,300
TOTAL					196,875

Statement 17 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

<u>Description</u>	<u>Business Code</u>	<u>Unrelated Amount</u>	<u>Exclusion Code</u>	<u>Exclusion Amount</u>	<u>Related Income</u>
FEDERAL TAX REFUNDS		\$	41	\$ 731	\$
FEDERAL TAX REFUNDS			41	1,310	
FORMS K-1 - BOX 1	211110	-19,752			
FORMS K-1 - BOX 3	531390	161			
FORMS K-1 - BOX 10	211110	-659			
FORMS K-1 - BOX 11	900099	-271			
FORMS K-1 - BOX 13A	211110	-5			
FORMS K-1 - BOX 13J	211110	-2,781			
TOTAL		\$ <u>-23,307</u>		\$ <u>2,041</u>	\$ <u>0</u>

EDWARD AND JUNE KELLOGG FOUNDATION, INC
EIN 30-0057241
JUNE 30, 2013

SUPPORTING SCHEDULE
FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
MASTER ACCOUNT:						
500.000	500.000	KELLOGG COMPANY	24,665	32,115	MARKET	32,115
325.000	325.000	CISCO SYSTEMS	5,580	7,909	MARKET	7,909
350.000	350.000	SCHLUMBERGER LTD	22,719	25,081	MARKET	25,081
			<u>52,964</u>	<u>65,105</u>		<u>65,105</u>
THOMAS PARTNERS:						
440.000	590.000	AT&T INC	15,690	20,886	MARKET	20,886
235.000	625.000	ABBOTT LABORATORIES	15,150	21,800	MARKET	21,800
-	235.000	ABBVIE INC	-	9,715	MARKET	9,715
445.000	645.000	ALTRIA GROUP	15,375	22,569	MARKET	22,569
250.000	335.000	AMERICAN EXPRESS COMPANY	14,553	25,045	MARKET	25,045
325.000	465.000	B C E INC	13,390	19,074	MARKET	19,074
175.000	235.000	BECTON DICKINSON & CO	13,081	23,225	MARKET	23,225
155.000	180.000	CHEVRON CORPORATION	16,353	21,301	MARKET	21,301
200.000	250.000	CHUBB CORPORATION	14,564	21,163	MARKET	21,163
405.000	-	CINCINNATI FINANCIAL CP	15,418	-	MARKET	-
-	460.000	COACH INC	-	26,261	MARKET	26,261
195.000	535.000	COCA COLA CO	15,247	21,459	MARKET	21,459
235.000	-	CULLEN FROST BANKERS	13,510	-	MARKET	-
180.000	225.000	DEERE & CO	14,557	18,281	MARKET	18,281
155.000	175.000	DIAGEO PLC NEW ADR	15,976	20,116	MARKET	20,116
290.000	-	DUPONT E I DE NEMOUR&CO	14,665	-	MARKET	-
295.000	360.000	EMERSON ELECTRIC CO	13,741	19,634	MARKET	19,634
501.624	889.417	ENBRIDGE ENERGY MGMT	16,037	26,932	MARKET	26,932
135.000	235.000	EXXON MOBIL CORP	11,552	21,232	MARKET	21,232
380.000	545.000	GALLAGHER ARTHUR J. & CO	13,327	23,811	MARKET	23,811
185.000	280.000	GENERAL DYNAMICS COPRA	12,203	21,932	MARKET	21,932
-	415.000	GENERAL MILLS INC	-	20,140	MARKET	20,140
265.000	300.000	GENUINE PARTS CO	15,966	23,421	MARKET	23,421
550.000	995.000	INTEL CORP	14,658	24,109	MARKET	24,109
75.000	105.000	INTL BUSINESS MACHINES	14,669	20,067	MARKET	20,067
205.000	275.000	JOHNSON & JOHNSON	13,850	23,612	MARKET	23,612
410.000	-	JP MORGAN EXCH TRADED NT	15,892	-	MARKET	-
190.000	230.000	KIMBERLY-CLARK CORP	15,916	22,342	MARKET	22,342
250.191	327.019	KINDER MORGAN MGMT LLC	18,369	27,336	MARKET	27,336
503.000	-	KON PHILIPS ELE NV NEWF	9,894	-	MARKET	-
-	229.000	LOCKHEED MARTIN CORP	-	24,837	MARKET	24,837
455.000	760.000	MICROSOFT CORP	13,918	26,254	MARKET	26,254
245.000	305.000	NOVARTIS A G SPON ADR	13,696	21,567	MARKET	21,567
275.000	410.000	OMNICOM GROUP INC	13,365	25,777	MARKET	25,777
425.000	625.000	PAYCHEX INC	13,349	22,819	MARKET	22,819
165.000	250.000	PHILP MORRIS INTL	14,398	21,656	MARKET	21,656
160.000	150.000	P P G INDUSTRIES	16,979	21,962	MARKET	21,962
210.000	270.000	PROCTER & GAMBLE	12,863	20,787	MARKET	20,787
-	760.000	PFIZER INC	-	21,288	MARKET	21,288

EDWARD AND JUNE KELLOGG FOUNDATION, INC
EIN: 30-0057241
JUNE 30, 2013

SUPPORTING SCHEDULE
FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
320 000	470.000	REYNOLDS AMERICAN INC	14,358	22,733	MARKET	22,733
135 000	200.000	SIEMENS A G ADR	11,349	20,262	MARKET	20,262
355 000	1,695.000	STAPLES INC	4,633	26,900	MARKET	26,900
460 000	660.000	SYSCO CORPORATION	13,713	22,546	MARKET	22,546
155.000	205.000	3M COMPANY	13,888	22,417	MARKET	22,417
260.000	475.000	THE SOUTHERN COMPANY	12,038	20,962	MARKET	20,962
560 000	560.000	TORTOISE EGY INFRASTRUCTURE	22,344	26,040	MARKET	26,040
285.000	400 000	TOTAL S A ADR	12,811	19,480	MARKET	19,480
175 000	255.000	UNITED PARCEL SERVICE	13,783	22,052	MARKET	22,052
175 000	230.000	UNITED TECHNOLOGIES	13,218	21,376	MARKET	21,376
95 000	135 000	VF CORPORATION	12,678	26,063	MARKET	26,063
270.000	465 000	VERIZON COMMUNICATIONS	11,999	23,408	MARKET	23,408
-	525.000	WALGREEN COMPANY	-	23,205	MARKET	23,205
420.000	570 000	WASTE MANAGEMENT INC DEL	14,028	22,988	MARKET	22,988
			<u>663,011</u>	<u>1,072,842</u>		<u>1,072,842</u>

TRADEWINDS GLOBAL:

1,944 000	-	AGEAS ADR	3,694	-	MARKET	-
765 000	-	ALUMINA LIMITED	2,517	-	MARKET	-
145 000	-	AMERICAN INTL GROUP NEW	4,653	-	MARKET	-
130 000	-	ANGLOGOLD ASHANTI	4,464	-	MARKET	-
118.000	-	AON CORPORATION	5,520	-	MARKET	-
72 000	-	APACHE CORP	6,328	-	MARKET	-
167 000	-	ASTRAZENECA PLC ADR	7,473	-	MARKET	-
151 000	-	BARRICK GOLD CORP	5,673	-	MARKET	-
161.000	-	BEST BUY INC	3,375	-	MARKET	-
279 000	-	CA INC	7,558	-	MARKET	-
268.000	-	CAMECO CORP	5,883	-	MARKET	-
1,806 000	-	CARREFOUR SA ADR	6,303	-	MARKET	-
326.000	-	CISCO SYSTEMS INC	5,597	-	MARKET	-
177.000	-	CITIGROUP INC	4,852	-	MARKET	-
107 000	-	CVS CAREMARK CORP	5,000	-	MARKET	-
724 000	-	DAI NIPPON PRTG	5,604	-	MARKET	-
176.000	-	EAST JAPAN RAILWAY ADR F	1,829	-	MARKET	-
345 000	-	ELETROBRAS ADR	2,425	-	MARKET	-
2,787.000	-	FINMECCANICA SPA ADR	5,407	-	MARKET	-
226.000	-	FUJIFILM HLDGS CORP	4,249	-	MARKET	-
181.000	-	GENERAL MOTORS CO	3,569	-	MARKET	-
295 000	-	GOLD FIELDS LTD	3,779	-	MARKET	-
33 000	-	GOLDMAN SACHS GROUP INC	3,163	-	MARKET	-
98 000	-	HALLIBURTON CO HLDG CO	2,782	-	MARKET	-
248.000	-	HARTFORD FINL SVCS GRP	4,372	-	MARKET	-
199 000	-	HEWLETT-PACKARD COMPANY	4,002	-	MARKET	-
648 000	-	HOME RETAIL GROUP ADR F	3,376	-	MARKET	-
550 000	-	I N G GROEP N V ADR F	3,674	-	MARKET	-
93.000	-	INGERSOLL RAND CO	3,923	-	MARKET	-

EDWARD AND JUNE KELLOGG FOUNDATION, INC.
 EIN 30-0057241
 JUNE 30, 2013

SUPPORTING SCHEDULE
 FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
138.000	-	JPMORGAN CHASE & CO	4,931	-	MARKET	-
793 000	-	KINROSS GOLD CORP	6,463	-	MARKET	-
340.000	-	KOREA ELEC POWER CP	3,801	-	MARKET	-
69 000	-	LINCOLN NATIONAL CORP	1,509	-	MARKET	-
121.000	-	LOEWS CORPORATION	4,950	-	MARKET	-
207.000	-	MERCK & CO INC	8,642	-	MARKET	-
174.000	-	METLIFE INC	5,368	-	MARKET	-
180.000	-	MICROSOFT CORP	5,506	-	MARKET	-
53.000	-	MOSAIC CO NEW	2,902	-	MARKET	-
531.000	-	MS&AD INS GRP HLDS	4,604	-	MARKET	-
260 000	-	NEWCREST MINING	6,120	-	MARKET	-
88.000	-	NEWMONT MINING	4,269	-	MARKET	-
197 000	-	NINTENDO LTD ADR	2,860	-	MARKET	-
322.000	-	NIPPON TEHEL & TEL	7,451	-	MARKET	-
44 000	-	NOBLE ENERGY INC	3,732	-	MARKET	-
1,032 000	-	NOKIA CORP SPON ADR	2,136	-	MARKET	-
128 000	-	NRG ENERGY INC	2,222	-	MARKET	-
793 000	-	OAO GAZPROM SPON ADR	7,534	-	MARKET	-
36 000	-	OCCIDNETAL PETE CORP	3,088	-	MARKET	-
82.000	-	PACCAR INC	3,214	-	MARKET	-
403.000	-	PANASONIC CORP ADR	3,264	-	MARKET	-
51 000	-	PERUSAHAAN PERSEROAN	1,776	-	MARKET	-
399 000	-	PFIZER INCORPORATED	9,177	-	MARKET	-
35.000	-	PHILIP MORRIS INTL	3,054	-	MARKET	-
181.000	-	PITNEY BOWES INC	2,710	-	MARKET	-
1,126.000	-	POLYUS GOLD INTL GDR F	3,581	-	MARKET	-
66.000	-	RAYTHEON COMPANY	3,735	-	MARKET	-
202.000	-	SANOFI ADR	7,632	-	MARKET	-
567.000	-	SEKISUI HOMES SPONS	5,307	-	MARKET	-
70.000	-	SEVEN & 1 HLDG CO	4,204	-	MARKET	-
279 000	-	SHISEIDO LTD SPON	4,378	-	MARKET	-
407 000	-	SK TELECOM LTD	4,925	-	MARKET	-
118.000	-	SWISSCOM AG ADR	4,727	-	MARKET	-
631.000	-	TELECOM ITALIA NEW	5,067	-	MARKET	-
121.000	-	TIME WARNER INC NEW	4,659	-	MARKET	-
68.000	-	TOYOTA MOTOR CP ADR NEWF	5,473	-	MARKET	-
266 000	-	UBS AG NEW F	3,115	-	MARKET	-
34.000	-	UNION PACIFIC CORP	4,057	-	MARKET	-
202.000	-	UNUM GROUP	3,864	-	MARKET	-
139.000	-	VIACOM INC	6,536	-	MARKET	-
173.000	-	VODAFONE GROUP NEW	4,875	-	MARKET	-
60.000	-	WACOAL HLDGS CORP	3,546	-	MARKET	-
173 000	-	WELLS FARGO & CO	5,785	-	MARKET	-
			<u>327,793</u>	<u>-</u>		<u>-</u>

EDWARD AND JUNE KELLOGG FOUNDATION, INC
EIN: 30-0057241
JUNE 30, 2013

SUPPORTING SCHEDULE
FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
HODGES/MASON CAPITAL:						
220.000	190.000	AIR PROD & CHEMICALS INC	17,761	17,398	MARKET	17,398
430.000	380.000	ANADARKO PETROLEUM CORP	28,466	32,653	MARKET	32,653
470.000	830 000	APTARGROUP INC	23,994	45,824	MARKET	45,824
660.000	1,020 000	AUTO DATA PROCESSING	36,736	70,237	MARKET	70,237
1,155.000	1,265.000	AVERY DENNISON CORP	31,578	54,091	MARKET	54,091
980.000	600.000	B&G FOODS INC	26,068	20,430	MARKET	20,430
400.000	460 000	BARD C R INCORPORATED	42,976	49,993	MARKET	49,993
1,420 000	840 000	BEMIS CO INC	44,503	32,878	MARKET	32,878
1,180 000	1,330.000	BRADY CORPORATION CL A	32,462	40,871	MARKET	40,871
990.000	990.000	BRANDYWINE RLTY 7 50% PFD	25,027	25,423	MARKET	25,423
1,200.000	650 000	CBL & ASSOC PPTYS PFD	30,576	16,445	MARKET	16,445
1,104 000	-	CEDAR SHOPPING 8 875% PFD	28,109	-	MARKET	-
730.000	650.000	CHURCH & DWIGHT CO INC	40,493	40,112	MARKET	40,112
-	650 000	CLOROX COMPANY	-	54,041	MARKET	54,041
450 000	940.000	COLGATE-PALMOLIVE CO	46,845	53,853	MARKET	53,853
-	440 000	COMPAGNIE DE ST NEW ORDF	-	17,787	MARKET	17,787
500.000	250.000	COMWLTH BK OF AUSTRALIAF	27,215	15,831	MARKET	15,831
1,200.000	1,200 000	CP OFFICE PPTYS 7.5% PFD	30,000	30,468	MARKET	30,468
1,200 000	1,200.000	DUPONT FABROS TECHN PFD	31,392	30,780	MARKET	30,780
320.000	590 000	ECOLAB INC	21,930	50,262	MARKET	50,262
690 000	700 000	EMERSON ELECTRIC CO	32,140	38,178	MARKET	38,178
-	410.000	EXXON MOBIL	-	37,044	MARKET	37,044
1,220 000	-	FIRST INDL 7.25% J PFD	29,585	-	MARKET	-
1,120 000	1,120.000	FIRST POTOMAC RLTY PDF A	28,325	29,546	MARKET	29,546
760.000	620 000	FISERV INC	54,887	54,194	MARKET	54,194
1,240.000	730 000	GENERAL MILLS INC	47,790	35,427	MARKET	35,427
1,000 000	1,000 000	GLADSTONE COML 7.50% PFD	25,000	25,200	MARKET	25,200
470.000	780.000	GLAXOSMITHKLINE PLC ADRF	21,418	38,977	MARKET	38,977
730.000	670 000	GRACO INCORPORATED	33,638	42,351	MARKET	42,351
110 000	190 000	GRAINGER W W INC	21,036	47,914	MARKET	47,914
-	220.000	HASBRO INC	-	9,863	MARKET	9,863
1,850.000	1,590.000	HEINEKEN NV ADR	48,359	50,642	MARKET	50,642
660 000	-	HEINZ H J CO	35,891	-	MARKET	-
1,090.000	1,420 000	HORMEL FOODS CORP	33,158	54,784	MARKET	54,784
620.000	-	INFOSYS LTD SPON ADR	27,937	-	MARKET	-
1,490.000	1,090.000	I T T CORPORATION NEW	26,224	32,057	MARKET	32,057
-	420 000	IMPERIAL OIL LTD	-	16,048	MARKET	16,048
-	400 000	INGREDION INC	-	26,248	MARKET	26,248
710.000	360 000	JACOBS ENGINEERING GROUP	26,881	19,847	MARKET	19,847
-	110.000	JOHNSON & JOHNSON	-	9,445	MARKET	9,445
970 000	970 000	KILROY REALTY 7.8% PFD	25,133	24,522	MARKET	24,522
490.000	430.000	KIMBERLY-CLARK CORP	41,047	41,770	MARKET	41,770
1,380.000	-	KIMCO REALTY CORP PFD	35,397	-	MARKET	-
1,270 000	1,270.000	KITE RLTY GROUP TR PFD	32,385	32,703	MARKET	32,703
-	400.000	LINCOLN ELEC HLDGS	-	22,908	MARKET	22,908
-	650.000	MACY'S	-	31,200	MARKET	31,200

EDWARD AND JUNE KELLOGG FOUNDATION, INC
EIN: 30-0057241
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SUPPORTING SCHEDULE
FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
1,200.000	540.000	MARATHON OIL CORP	30,684	18,673	MARKET	18,673
550.000	-	MARATHON PETE CORP	24,706	-	MARKET	-
720.000	570.000	MCCORMICK & CO INC	43,668	40,105	MARKET	40,105
220.000	460.000	MC DONALDS CORP	19,477	45,540	MARKET	45,540
190 000	220.000	METTLER TOLEDO INTL INCF	29,612	44,264	MARKET	44,264
-	400.000	MOLINA HEALTH CARE	-	14,872	MARKET	14,872
870.000	650 000	NATIONAL GRID PLC ADR F	46,101	36,836	MARKET	36,836
420 000	620.000	NORFOLK SOUTHER CORP	30,143	45,043	MARKET	45,043
910 000	730.000	NOVARTIS A G SPON ADR F	50,869	51,618	MARKET	51,618
-	220.000	OCCIDENTAL PETE CORP	-	19,631	MARKET	19,631
810.000	650 000	OMNICOM GROUP INC	39,366	40,866	MARKET	40,866
-	190 000	OPEN TEXT CORP	-	13,009	MARKET	13,009
2,620.000	1,780.000	PAA NATURAL GAS STORAGE	46,819	37,451	MARKET	37,451
550 000	510.000	PARKER-HANNIFIN CORP	42,284	48,654	MARKET	48,654
1,350.000	-	PARKWAY PTYS INC 8% PFD	33,818	-	MARKET	-
-	1,200.000	PARTNERS REAL ESTATE	-	7,740	MARKET	7,740
1,600.000	1,330.000	PAYCHEX INC	50,256	48,558	MARKET	48,558
1,130.000	410 000	PEABODY CORP	27,708	6,002	MARKET	6,002
180 000	240 000	PRAXAIR INC	19,571	27,638	MARKET	27,638
880 000	-	PRIMARUS RETAIL REIT	20,259	-	MARKET	-
890 000	1,130.000	PROSPERITY BANCSHARES	37,407	58,523	MARKET	58,523
44,460 000	-	ROUNDYS INC	45,537	-	MARKET	-
-	610 000	SALLY BEAUTY HOLDINGS	-	18,971	MARKET	18,971
-	540.000	SASOL LIMITED SPON	-	23,387	MARKET	23,387
1,010 000	404.000	SAUL CENTERS INC A PFD	26,098	10,472	MARKET	10,472
-	260.000	SAUL CENTERS INC C PFD	-	6,630	MARKET	6,630
730.000	590.000	SCHNEIDER ELEC SA ORD F	40,512	42,740	MARKET	42,740
330.000	330.000	SHERWIN WILLIAMS CO	43,676	58,278	MARKET	58,278
-	190 000	SHIRE PLC ADR	-	18,071	MARKET	18,071
-	330 000	SMITH & NEPHEW ADR	-	18,510	MARKET	18,510
980 000	-	STATE STREET CORP	43,747	-	MARKET	-
-	670.000	TAYLOR CPAITLA GR 8%	-	17,387	MARKET	17,387
-	600.000	TCF FINL CORP	-	14,921	MARKET	14,921
610.000	380.000	TORONTO DOMINION BANK	47,720	30,541	MARKET	30,541
660.000	490.000	TOTAL SA ADR	29,667	23,863	MARKET	23,863
1,600 000	1,940.000	TULLOW OIL PLC NEW ORD	36,865	29,424	MARKET	29,424
-	390 000	US PHYSICAL THERAPY	-	10,780	MARKET	10,780
1,000 000	1,000.000	UMH PTYS 8.25% PFD	25,900	26,430	MARKET	26,430
-	1,350.000	UNITED ONLINE INC	-	10,233	MARKET	10,233
1,010.000	1,010.000	URSTADT BIDDLE 7.5% PFD	25,856	25,634	MARKET	25,634
-	350.000	VERMILLION ENERGY	-	17,101	MARKET	17,101
1,010.000	1,010 000	VORNADO REALTY 6.625% PFD	25,947	25,533	MARKET	25,533
410 000	-	WEIGHT WATCHERS INTL INC	21,140	-	MARKET	-
1,370 000	587 000	WEINGARTEN RLTY 6.5% PFD	34,935	14,751	MARKET	14,751
850 000	-	WILEY JOHN & SON CL A	41,642	-	MARKET	-
1,160.000	860.000	XYLEM INC	29,197	23,168	MARKET	23,168
			<u>2,303,549</u>	<u>2,492,093</u>		<u>2,492,093</u>

EDWARD AND JUNE KELLOGG FOUNDATION, INC.
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SUPPORTING SCHEDULE
FORM 990PF, PART II, LINE 10b - Corporate Stock

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
GRAND TOTAL - ALL INVESTMENT ACCOUNTS			3,347,317	3,630,040		3,630,040

EDWARD AND JUNE KELLOGG FOUNDATION, INC.
 EIN: 30-0057241
 JUNE 30, 2013

SUPPORTING SCHEDULE
 FORM 990PF, PART II, LINE 10c - Corporate Bonds

NUMBER OF SHARES		DESCRIPTION	BEGINNING OF YEAR	END OF YEAR	BASIS OF VALUATION	FMV
BEGINNING OF YEAR	END OF YEAR					
HODGES/MASON CAPITAL:						
27,000.000	27,000.000	DEAN FOODS CO 6.9%	28,215	28,823	MARKET	28,823
28,000.000	-	EDISON MISSION 7.5%	16,940	-	MARKET	-
58,000.000	58,000.000	ENTERPRISE PROD FLT 2067	57,855	60,900	MARKET	60,900
22,000.000	-	GIBRALTAR INDS 8.0%	22,495	-	MARKET	-
21,000.000	21,000.000	MARTIN MDSTRM 8.875%	21,210	22,103	MARKET	22,103
28,000 000	-	PATRIOT COAL CRP 8 25%	9,800	-	MARKET	-
23,000.000	-	PENN VA CORP 10 375%	21,850	-	MARKET	-
28,000.000	-	SUPERVALU INC 8%	28,420	-	MARKET	-
23,000 000	23,000.000	TENNECO PKG PTV 8.125%	20,901	23,000	MARKET	23,000
22,000.000	-	TESORO 6.5%	22,605	-	MARKET	-
29,000.000	-	ARCH COAL 8.75%	27,840	-	MARKET	-
20,000.000	20,000 000	BREITBURN ENERGY 8 625%	21,150	21,250	MARKET	21,250
29,000.000	29,000.000	CENTRAL GARDEN 8.25%	29,145	29,363	MARKET	29,363
30,000.000	30,000.000	FERRELL GAS 8 625%	26,550	30,525	MARKET	30,525
37,000 000	-	EDUCATION MGMT 8 75%	32,838	-	MARKET	-
27,000.000	-	INVERNESS MED 7.875%	27,675	-	MARKET	-
22,000 000	22,000 000	SUNCOKE ENERGY 7 625%	21,285	22,770	MARKET	22,770
			436,774	238,734		238,734
GRAND TOTAL - ALL INVESTMENT ACCOUNTS			436,774	238,734		238,734

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

EDWARD AND JUNE KELLOGG FOUNDATION

Identifying number

30-0057241

Business or activity to which this form relates

INDIRECT DEPRECIATION**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	88

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts check here		

Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	88
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.