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For calendar year 2014 or tax year beginning **09/01, 2014**, and ending **08/31, 2015**

Name of foundation  
**J.C. KELLOGG FOUNDATION, INC**

Number and street (or P O box number if mail is not delivered to street address)  
**C/O IAT REINSURANCE CO. LTD.**

Room/suite

City or town, state or province, country, and ZIP or foreign postal code  
**NEW YORK, NY 10005**

**A Employer identification number**  
13-6092448

**B Telephone number (see instructions)**  
( ) -

**C** If exemption application is pending, check here

**D** 1. Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

**E** If private foundation status was terminated under section 507(b)(1)(A), check here

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

**G** Check all that apply:  
 Initial return  
 Final return  
 Address change  
 Initial return of a former public charity  
 Amended return  
 Name change

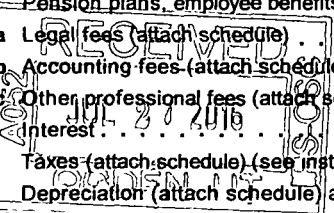
**H** Check type of organization:  
 Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  
 Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 97,889,017.**

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis.)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)	1,688,638.			
<b>2</b>	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
<b>3</b>	Interest on savings and temporary cash investments				ATCH 1
<b>4</b>	Dividends and interest from securities	1,869,148.	1,867,745.		ATCH 2
<b>5a</b>	Gross rents				
<b>b</b>	Net rental income or (loss)				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	2,772,129.			
<b>b</b>	Gross sales price for all assets on line 6a	27,035,268.			
<b>7</b>	Capital gain net income (from Part IV, line 2)		2,772,129.		
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less: Cost of goods sold				
<b>c</b>	Gross profit or (loss) (attach schedule)				
<b>11</b>	Other income (attach schedule) ATCH 3	709,074.	709,074.		
<b>12</b>	Total. Add lines 1 through 11	7,038,989.	5,348,948.		
<b>13</b>	Compensation of officers, directors, trustees, etc	0			
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16a</b>	Legal fees (attach schedule)				
<b>b</b>	Accounting fees (attach schedule)				
<b>c</b>	Other professional fees (attach schedule) [4]	208,959.	208,959.		
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions) [5]	147,752.	46,774.		
<b>19</b>	Depreciation (attach schedule) and depletion	369,090.	369,090.		
<b>20</b>	Occupancy				
<b>21</b>	Travel, conferences, and meetings				
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule) ATCH 6	220,311.	220,311.		
<b>24</b>	Total operating and administrative expenses. Add lines 13 through 23	946,112.	845,134.		
<b>25</b>	Contributions, gifts, grants paid	3,973,386.			3,973,386.
<b>26</b>	Total expenses and disbursements. Add lines 24 and 25	4,919,498.	845,134.		3,973,386.
<b>27</b>	Subtract line 26 from line 12				
<b>a</b>	Excess of revenue over expenses and disbursements	2,119,491.			
<b>b</b>	Net investment income (if negative, enter -0-)		4,503,814.		
<b>c</b>	Adjusted net income (if negative, enter -0-)				

SCANNED AUG 09 2016



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 . . . . .			
	2	Savings and temporary cash investments . . . . .	2,445,688.	6,107,835.	6,107,835.
	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 (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U.S. and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) ATCH 7 . . . . .	70,061,451.	68,855,689.	85,262,586.
	c	Investments - corporate bonds (attach schedule) ATCH 8 . . . . .	580,398.	649,348.	696,213.
	11	Investments - land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) ATCH 9 . . . . .	6,357,904.	5,822,383.	5,822,383.
	14	Land, buildings, and equipment, basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 10 ) . . . . .	23,054.	40,239.		
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item i) . . . . .	79,468,495.	81,475,494.	97,889,017.	
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 ▶ ATCH 11 ) . . . . .	613,262.	500,770.	
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	613,262.	500,770.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>				
	check here and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds . . . . .	56,693,689.	58,382,327.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	22,161,544.	22,592,397.		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	78,855,233.	80,974,724.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	79,468,495.	81,475,494.		

**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	78,855,233.
2	Enter amount from Part I, line 27a . . . . .	2	2,119,491.
3	Other increases not included in line 2 (itemize) ▶ ATCH 12 . . . . .	3	
4	Add lines 1, 2, and 3 . . . . .	4	80,974,724.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	80,974,724.

**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 PART IV SCHEDULE				
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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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 2,772,129.
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 . . . . .		{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . }		3 0

**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))
2013	5,949,644.	96,042,401.	0.061948
2012	5,112,205.	84,268,398.	0.060666
2011	3,744,376.	79,347,807.	0.047189
2010	5,389,027.	77,509,303.	0.069527
2009	3,950,120.	70,142,965.	0.056315
2 Total of line 1, column (d) . . . . .			2 0.295645
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 0.059129
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 . . . . .			4 94,242,792.
5 Multiply line 4 by line 3 . . . . .			5 5,572,482.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 45,038.
7 Add lines 5 and 6 . . . . .			7 5,617,520.
8 Enter qualifying distributions from Part XII, line 4 . . . . . 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.			8 3,973,386.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Values include 90,076, 19,692, 50,000, 69,692, and 20,384.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Includes questions about political activities, tax on political expenditures, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of MICHAEL PICKETT Telephone no 212-389-5835 Located at 48 WALL SREET NEW YORK, NY ZIP+4 10005
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2014, 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? . . . . . 16 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country

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.

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? . . . . . Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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)? . . . . . Yes X 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) . . . . . Yes X 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)? . . . . . 1b
Organizations relying on a current notice regarding disaster assistance check here . . . . .
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 2014? . . . . . 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? . . . . . Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . . 2b 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
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2014 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 2014) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?... 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?...

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).

Table with 5 columns: (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. Row 1: ATCH 13, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

**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
ATCH 14		208,960.

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 NONE	
2	
All other program-related investments See instructions	
3 NONE	

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	88,362,079.
b	Average of monthly cash balances . . . . .	1b	7,850,797.
c	Fair market value of all other assets (see instructions). . . . .	1c	-534,915.
d	<b>Total</b> (add lines 1a, b, and c) . . . . .	1d	95,677,961.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets . . . . .	2	
3	Subtract line 2 from line 1d . . . . .	3	95,677,961.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	1,435,169.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	5	94,242,792.
6	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	4,712,140.

**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	4,712,140.
2a	Tax on investment income for 2014 from Part VI, line 5 . . . . .	2a	90,076.
b	Income tax for 2014 (This does not include the tax from Part VI.) . . . . .	2b	
c	Add lines 2a and 2b . . . . .	2c	90,076.
3	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	4,622,064.
4	Recoveries of amounts treated as qualifying distributions . . . . .	4	
5	Add lines 3 and 4 . . . . .	5	4,622,064.
6	Deduction from distributable amount (see instructions). . . . .	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7	4,622,064.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	1a	3,973,386.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	4	3,973,386.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	3,973,386.

**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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7 . . . . .				4,622,064.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only . . . . .				
b Total for prior years: 20 12, 20 11, 20 10 . . . . .				
3 Excess distributions carryover, if any, to 2014.				
a From 2009 . . . . . 490,746.				
b From 2010 . . . . . 1,675,702.				
c From 2011 . . . . .				
d From 2012 . . . . . 1,002,179.				
e From 2013 . . . . . 1,186,904.				
f Total of lines 3a through e . . . . .	4,355,531.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 3,973,386.				
a Applied to 2013, but not more than line 2a . . . . .				
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 2014 distributable amount . . . . .				3,973,386.
e Remaining amount distributed out of corpus . . . . .				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a)) . . . . .	648,678.			648,678.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	3,706,853.			
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 2013 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	3,706,853.			
10 Analysis of line 9:				
a Excess from 2010 . . . . . 1,517,770.				
b Excess from 2011 . . . . .				
c Excess from 2012 . . . . . 1,002,179.				
d Excess from 2013 . . . . . 1,186,904.				
e Excess from 2014 . . . . .				

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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)

Table with columns: Tax year (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; 2b 85% of line 2a; 2c Qualifying distributions from Part XII...; 2d Amounts included in line 2c not used directly for active conduct of exempt activities; 2e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon; 3a "Assets" alternative test; 3b "Endowment" alternative test; 3c "Support" alternative test.

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) )

ATTACHMENT 15

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

NONE

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

Check here [X] 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 address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

**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
<p><b>a Paid during the year</b></p> <p>ATCH 16</p>				
<b>Total</b> .....				<b>3,973,386.</b>
<b>b Approved for future payment</b>				
<b>Total</b> .....				<b>3b</b>



Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 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... 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.

Table with 4 columns: (a) Line no, (b) Amount Involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. All entries are N/A.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code... [ ] Yes [X] No

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All cells are empty.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign Here

Signature of officer or trustee: [Signature] Date: 7/15/2016 Title:

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes [ ] No

Paid Preparer Use Only section containing fields for Print/Type preparer's name (Michael Pickett), Preparer's signature, Date (7/15/16), Firm's name (IAT RE LTD), Firm's address (48 WALL STREET NEW YORK, NY 10005), and Phone no (212-389-5835).

**Schedule B**

(Form 990, 990-EZ, or 990-PF)  
Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2014**

Name of the organization

J.C. KELLOGG FOUNDATION, INC

Employer identification number

13-6092448

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization **J.C. KELLOGG FOUNDATION, INC**

Employer identification number  
13-6092448

**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	120 BROADWAY PARTNERS 48 WALL STREET NEW YORK, NY 10005	\$ 1,390,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	120 BROADWAY PARTNERS 48 WALL STREET 30TH FLOOR NEW YORK, NY 10005	\$ 101,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
3	120 BROADWAY PARTNERS 48 WALL STREET NEW YORK, NY 10005	\$ 197,638.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization **J.C. KELLOGG FOUNDATION, INC**

Employer identification number

13-6092448

**Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----

Name of organization J.C. KELLOGG FOUNDATION, INC

Employer identification number  
13-6092448

**Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_**  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
----- ----- -----		----- ----- -----	

**J.C. KELLOGG FOUNDATION**  
**EIN: 13-6092448**  
**FYE 8/31/2015**

**2014 FORM 990-PF**  
**Part 1, Line 6a, Column A**

Security	Date Acquired	Date Sold	Sale Proceeds	Cost		Book		Donor's	
				Basis	Basis	Gain/Loss	Gain/Loss	Cost Basis	Gain/Loss Tax
See Schedule 1	Various	Various	2,409,374.00	2,042,610.00	366,764.00	366,764.00			
See Schedule 2	Various	Various	2,312,584.00	2,165,042.00	147,542.00	147,542.00			
See Schedule 3	Various	Various	22,313,310.00	20,055,487.00	2,257,823.00	2,257,823.00			
			<u>27,035,268.00</u>	<u>24,263,139.00</u>	<u>2,772,129.00</u>	<u>2,772,129.00</u>			

Beck Mack & Oliver LLC  
**REALIZED GAINS AND LOSSES**  
**79 - J C KELLOGG FDN.**  
**BM0079**  
**State Street Bank & Trust**  
*From 09-01-14 Through 08-31-15*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
05-05-10	09-05-14	900.00	NOBLE CORP PLC	30,113.98	23,894.11		-6,219.87
08-15-12	09-05-14	900.00	NOBLE CORP PLC	29,984.32	23,894.11		-6,090.21
03-29-12	09-05-14	1,200.00	NOBLE CORP PLC	39,164.79	31,858.82		-7,305.97
11-10-11	09-05-14	900.00	NOBLE CORP PLC	29,191.84	23,894.11		-5,297.73
05-05-09	09-05-14	500.00	NOBLE CORP PLC	13,026.48	13,274.51		248.03
03-27-09	09-05-14	5,200.00	NOBLE CORP PLC	113,642.15	138,054.86		24,412.71
02-28-11	10-20-14	200.00	INTL. BUSINESS MACHINES	32,364.00	33,923.25		1,559.25
07-28-10	10-23-14	1,300.00	INTL. BUSINESS MACHINES	166,981.48	210,945.81		43,964.33
06-10-05	11-10-14	1,000.00	MERCK & CO INC	31,262.50	58,276.71		27,014.21
07-24-14	12-17-14	4,000.00	CARLYLE GROUP L P COM UTS LTD PTN	139,227.20	104,750.88	-34,476.32	
04-11-14	12-17-14	2,400.00	CARLYLE GROUP L P COM UTS LTD PTN	81,054.48	62,850.53	-18,203.95	
04-11-14	12-17-14	2,300.00	CARLYLE GROUP L P COM UTS LTD PTN	77,337.27	60,231.76	-17,105.51	
03-21-14	02-03-15	1,000.00	BED BATH & BEYOND INC	67,640.00	77,156.79	9,516.79	
01-14-14	02-03-15	3,400.00	BED BATH & BEYOND INC	227,405.94	262,333.10		34,927.16
07-24-14	02-03-15	1,000.00	BED BATH & BEYOND INC	62,259.00	77,156.80	14,897.80	
11-10-11	02-12-15	700.00	LOWES COS INC COM	15,855.42	50,435.54		34,580.12
11-11-10	02-12-15	2,300.00	LOWES COS INC COM	51,225.37	165,716.77		114,491.40
06-17-05	02-12-15	100.00	WATERS CORPORATION	3,928.33	11,926.59		7,998.26
03-14-95	02-12-15	600.00	ROPER TECHNOLOGIES INC COM	3,627.75	98,955.81		95,328.06
09-26-12	02-19-15	1,500.00	LEUCADIA NATL CORP	33,731.30	35,877.69		2,146.40
06-17-05	02-19-15	900.00	LEUCADIA NATL CORP	17,198.43	21,526.61		4,328.18
01-08-08	02-19-15	1,200.00	BROOKFIELD ASSET MANAGEMENT-CL A	40,055.88	64,806.72		24,750.84
09-07-07	02-19-15	1,300.00	BROOKFIELD ASSET MANAGEMENT-CL A	42,953.56	70,207.29		27,253.73
11-10-14	03-31-15	4,000.00	SUBSEA 7 S A SPONSORED ADR	48,795.60	34,159.37	-14,636.23	
11-11-14	03-31-15	9,600.00	SUBSEA 7 S A SPONSORED ADR	113,621.76	81,982.48	-31,639.28	

Beck Mack & Oliver LLC  
**REALIZED GAINS AND LOSSES**  
**79 - J C KELLOGG FDN.**  
**BM0079**  
**State Street Bank & Trust**  
*From 09-01-14 Through 08-31-15*

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss		
						Short Term	Long Term	
09-07-07	04-09-15	1,000.00	BROOKFIELD ASSET MANAGEMENT-CL A	33,041.20	57,232.35		24,191.15	
05-25-11	04-16-15	100.00	RENAISSANCE RE HLDGS	7,083.03	10,301.78		3,218.75	
11-10-11	04-16-15	400.00	RENAISSANCE RE HLDGS	27,950.00	41,207.12		13,257.12	
05-05-10	04-16-15	300.00	RENAISSANCE RE HLDGS	16,590.12	30,905.34		14,315.22	
05-05-10	04-30-15	500.00	RENAISSANCE RE HLDGS	27,650.20	51,206.70		23,556.50	
06-10-05	05-01-15	200.00	WATERS CORPORATION	7,631.16	25,210.80		17,579.64	
09-07-07	05-04-15	2,200.00	BROOKFIELD ASSET MANAGEMENT-CL A	72,690.64	119,928.15		47,237.51	
04-09-15	05-04-15	0.46	ALPHABET INC CAP STK CL C	246.12	245.41	-0.71		
03-24-14	07-08-15	1,400.00	NATIONAL OILWELL VARCO INC.	93,870.38	62,087.32		-31,783.06	
07-11-13	07-08-15	1,000.00	NATIONAL OILWELL VARCO INC.	65,499.64	44,348.08		-21,151.56	
02-28-13	07-08-15	2,900.00	NATIONAL OILWELL VARCO INC.	178,708.69	128,609.44		-50,099.25	
TOTAL GAINS							24,414.59	586,358.56
TOTAL LOSSES							-116,062.00	-127,947.65
						<b>2,042,610.01</b>	<b>2,409,373.51</b>	<b>-91,647.41</b>
TOTAL REALIZED GAIN/LOSS 366,763.50								<b>458,410.91</b>

*Beck, Mack & Oliver's gain and loss reports are for informational purposes only. Please use the 1099s that your custodian has mailed to you when completing your taxes. Whereas the realized gains and losses report has been compiled with care, we cannot assume responsibility for any errors or omissions.*

**REALIZED GAINS AND LOSSES**

**M6T001038**

**JC Kellogg Foundation**

*From 09-02-14 Through 08-31-15*

Open Date	Close Date	Quantity	Security	Security Symbol	Cost Basis	Proceeds	Gain Or Loss	
							Short Term	Long Term
10-21-14	05-05-15	0	ALPHABET INC CAP STK CLC	GOOG	256	273	17	
11-17-11	04-14-15	50,000 000	BLACKROCK DEFINED OPPRTY CR TR COM	BHL	532,015	664,975		132,961
01-16-14	10-20-14	-70	CALL AAPL 01/17/15 85.71 APPLE INC AD	AAPL 150117	101,013	38,769	-62,244	
08-06-14	02-20-15	-200	CALL HUN 01/15/16 30 HUNTSMAN CORP	HUN 160115	10,408	39,991	29,583	
02-03-15	03-20-15	-40	CALL PRU 03/20/15 77.50 PRUDENTIAL F	PRU 150320	13,282	13,282		
09-02-14	10-01-14	5,000	CUYAHOGA CNTY OHIO INDL DEV RE REV BDS 2000	232273ta0090	4,813	5,000	187	
03-12-15	07-31-15	50,000	HUGOTON ROYALTY TRUST TEXAS UNIT BEN INT	HGT	333,083	142,632	-190,451	
07-20-09	09-04-14	14,000	JPMORGAN CHASE & CO	JPM	514,017	832,546		318,530
02-11-11	08-21-15	50,000	MFC INDUSTRIAL LTD	mil	273,354	171,811		-101,543
07-13-10	10-21-14	5,000	MISTRAS GROUP INC COMUSD0.01	MG	53,761	80,246		26,485
04-09-14	03-20-15	4,000	PRUDENTIAL FINL INC	PRU	329,040	323,157	-5,883	
TOTAL GAINS							29,788	477,975
TOTAL LOSSES							-258,578	-101,543
		177,690			2,165,042	2,312,684	-228,790	376,432
TOTAL REALIZED GAIN/LOSS		147,642						

This report is provided by MIMCo for informational purposes only and is not to be used for tax reporting. Information for tax return preparation will be provided by National Financial Services LLC. MIMCo does not provide tax advice. Please consult your tax advisor for questions regarding the proper tax treatment of a transaction.

**FORM 990-PF - PART IV**

**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS) .....							<u>2,772,129.</u>	

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
THRU MERRION SECURITIES	1,365,784.	1,365,784.
THRU STATE STREET	285,170.	285,170.
THRU FIDELITY	6,521.	6,521.
MUNI INTEREST INCOME	1,403.	
THRU MERRION SECURITIES	210,270.	210,270.
TOTAL	<u>1,869,148.</u>	<u>1,867,745.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
COMPASS ROYALTIES MGMT LLC	649,889.	649,889.
LANCO II	2,961.	2,961.
NIMBO PARTNERS	-668.	-668.
POSSE ENERGY LTD	17,516.	17,516.
BLACKSTONE GROUP	27,304.	27,304.
THE CARLYLE GROUP INC	12,072.	12,072.
	<u>709,074.</u>	<u>709,074.</u>
TOTALS		

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES- MERRION	118,548.	118,548.
INVESTMENT ADVISORY FEES- BECK	90,411.	90,411.
TOTALS	<u>208,959.</u>	<u>208,959.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	33,896.	33,896.
FEDERAL EXCISE TAX	100,978.	
OTHER TAXES	1,155.	1,155.
STATE WITHHOLDING TAXES	11,723.	11,723.
<b>TOTALS</b>	<u>147,752.</u>	<u>46,774.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOUNDATION DUES	5,000.	5,000.
BANK & BROKERAGE SERVICE FEES	1,821.	1,821.
LEGAL FEES	2,500.	2,500.
ADR FEES	1,658.	1,658.
ROYALTY EXPENSES	209,332.	209,332.
TOTALS	<u>220,311.</u>	<u>220,311.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
THRU STATE STREET	9,894,023.	15,319,745.
THRU MERRION SECURITIES 50039	11,556,044.	10,884,491.
THRU FIDELITY	96,919.	110,145.
THRU MERRION SECURITIES	47,308,703.	58,948,205.
TOTALS	<u>68,855,689.</u>	<u>85,262,586.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUNICIPAL BONDS - MERRION GOLDMAN SACHS 3/22/2016	449,468. 199,880.	496,341. 199,872.
TOTALS	<u>649,348.</u>	<u>696,213.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
KEEFE BRUYETTE & WOODS	3,655,540.	3,655,540.
COMPASS ROYALTY MGMT LLC	1,138,059.	1,138,059.
NIBMO PARTNERS	14,133.	14,133.
POSSE ENERGY LTD	14,651.	14,651.
LANCO II	1,000,000.	1,000,000.
ALPINE OIL ROYALTY		
TOTALS	<u>5,822,383.</u>	<u>5,822,383.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DUE FROM COMPASS ROYALTY MGMT	40,239.
TOTALS	<u>40,239.</u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
SECURITIES SOLD NOT YET PURCHA	148,936.
SECURITIES SOLD NOT YET PURCHA	351,834.
TOTALS	<u>500,770.</u>

ATTACHMENT 12

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

PRIOR YEAR ADJUSTMENTS TO POSTIONS

TOTAL

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
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JAMES C. KELLOGG IV  
 C/O IAT REINSURANCE CO. LTD.  
 48 WALL STREET 30TH FL  
 NEW YORK, NY 10005

PRESIDENT/TREASURER  
 0 0 0

PETER R KELLOGG  
 C/O IAT REINSURANCE CO. LTD.  
 48 WALL STREET 30TH FL  
 NEW YORK, NY 10005

VICE PRESIDENT  
 0 0 0

MORRIS W KELLOGG  
 C/O IAT REINSURANCE CO. LTD.  
 48 WALL STREET 30TH FL  
 NEW YORK, NY 10005

TRUSTEE  
 0 0 0

RICHARD I KELLOGG  
 C/O IAT REINSURANCE CO. LTD.  
 48 WALL STREET 30TH FL  
 NEW YORK, NY 10005

TRUSTEE  
 0 0 0

GRAND TOTALS

0 0 0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BECK MACK PO BOX 710 SOUTH WINDSOR, CT 06074 INVESTMENT ADVISOR	INVESTMENT ADVISORY	90,411.
MERRION GROUP 210 ELMER STREET WESTFIELD, NJ 07090 INVESTMENT ADVISORY	INVESTMENT ADVISORY	118,549.
	TOTAL COMPENSATION	<u>208,960.</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

MORRIS W. KELLOGG, RICHARD I. KELLOGG, JAMES C. KELLOGG IV AND  
PETER R KELLOGG

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

THE PURPOSE OF THE ABOVE CONTRIBUTIONS IS TO  
AID EACH DONEE ORGANIZATION IN CARRYING OUT  
ITS EXEMPT FUNCTION,

3,973,386.

TOTAL CONTRIBUTIONS PAID

3,973,386.

J.C. Kellogg Foundation		
9/1/2014 to 8/31/2015		
August 1, 2015	Achieve Program	5,000.00
April 1, 2015	Alzheimer's Foundation	3,000.00
December 4, 2014	Angel Rescue	200.00
September 1, 2014	Babson College	225,000.00
April 1, 2015	Barker Adoption Foundation	4,000.00
August 17, 2015	Bay Head Police Association	500.00
June 22, 2015	Benedictine Academy	75,000.00
September 4, 2014	Berkshire School	10,000.00
August 1, 2015	Berkshire School	50,000.00
August 17, 2015	Berkshire School	10,000.00
August 20, 2015	Boston Children's Museum	750.00
August 20, 2015	Boston Prep Charter Public School	5,000.00
December 22, 2014	Boys & Girls Club of Union County	25,000.00
August 31, 2015	Bridges Outreach	2,000.00
February 14, 2015	Brimmer & May School Annual Fund	4,000.00
April 1, 2015	Brimmer and May School	2,000.00
September 4, 2014	Brooklyn Heights Montessori School	5,000.00
February 14, 2015	Buzzards Bay Coalition Annual Fund	10,000.00
June 22, 2015	California Institute for Integral Studies	45,000.00
October 1, 2014	California Institute of Integral Studies	48,000.00
August 20, 2015	Cambridge Public Library	750.00
April 1, 2015	Caroline Urciuoli Foundation	2,000.00
April 1, 2015	Carroll School	2,000.00
May 26, 2015	CASA of Union County	25,000.00
June 1, 2015	Cascade Canyon School	15,000.00
November 1, 2014	Centenary College	1,800.00
February 18, 2015	Centenary College	1,800.00
August 20, 2015	Charles River Conservancy	3,000.00
November 4, 2014	Christopher & Dana Reeve Foundation	8,000.00
August 17, 2015	Christopher & Dana Reeve Foundation	2,000.00
November 1, 2014	College of St. Elizabeth	1,800.00
November 1, 2014	College of St. Elizabeth	1,800.00
April 1, 2015	Community Foundation of New Jersey	300,000.00
August 1, 2015	Coney Island Prep	5,000.00
March 6, 2015	Count Basie Theater	2,200.00
January 21, 2015	Cross Cultural Communication Inc	10,000.00
July 13, 2015	Cross Cultural Communication Inc	10,000.00
May 1, 2015	Crossroads for Kids	20,000.00
August 31, 2015	Dartmouth College	6,000.00
November 1, 2014	Drew University	1,800.00
February 18, 2015	Drew University	1,800.00
March 1, 2015	Elizabeth's Promise Awards	5,000.00
July 14, 2015	Embrace Kids	2,000.00
August 20, 2015	Environmental Defense Fund	5,000.00
August 13, 2015	Ethel Walker School	25,000.00
June 10, 2015	Family & Children Services	25,000.00
October 6, 2014	Far Hills Race Meeting Association	800.00

J.C. Kellogg Foundation		
9/1/2014 to 8/31/2015		
October 6, 2014	Far Hills Race Meeting Association	500.00
February 14, 2015	Fay School Annual Fund	15,000.00
June 1, 2015	Friends of the Urban Forest	10,000.00
December 22, 2014	Frost Valley YMCA	20,000.00
January 1, 2015	Frost Valley YMCA	20,000.00
April 9, 2015	Future City Inc	10,000.00
September 8, 2014	Gaillard Performance Hall Foundation	250,000.00
April 1, 2015	Genesis Foundation	4,000.00
January 14, 2015	Greater Newark Conservancy	17,000.00
October 6, 2014	Groundworks Elizabeth	25,000.00
August 20, 2015	Habitat for Humanity	3,500.00
April 20, 2015	Habitat for Humanity - Newark	20,000.00
August 20, 2015	Habitat for Humanity Greater Boston	15,500.00
January 12, 2015	Historical Society of New Jersey	10,000.00
August 17, 2015	Hobart William Smith Colleges	5,000.00
July 21, 2015	Holy Names University	10,000.00
December 4, 2014	Holy Redeemer Health Systems	300,000.00
October 16, 2014	Holy Redeemer Home Care	300,000.00
August 20, 2015	Horizons for Homeless Children	3,750.00
August 1, 2015	Hurricane Island Outward Bound School	5,000.00
November 17, 2014	Independence Seaport Museum	500.00
July 21, 2015	International Kodaly Society	10,000.00
November 17, 2014	Island Heights Sailing Foundation	500.00
June 22, 2015	Johns Hopkins Bloomberg School	20,000.00
August 20, 2015	Jumpstart	4,000.00
August 31, 2015	Junior League of the Oranges & Short Hills	2,000.00
November 1, 2014	Kean University	1,800.00
November 1, 2014	Kean University	1,800.00
February 18, 2015	Kean University	1,800.00
February 18, 2015	Kean University	1,800.00
February 14, 2015	Kent School Annual Fund	5,000.00
August 17, 2015	KQED	10,000.00
February 18, 2015	Linda Michaelski	15,000.00
September 4, 2014	Lloyd Center for the Environment	50,000.00
February 14, 2015	Lloyd Center for the Environment	10,000.00
May 18, 2015	Lloyd Center for the Environment	60,000.00
February 14, 2015	Loomis-Chaffee Annual Fund	5,000.00
August 1, 2015	Lyme Research Alliance Inc	500.00
March 6, 2015	Mailman School of Public Health	5,000.00
December 2, 2014	Marina Counseling Center	20,000.00
August 17, 2015	Market Street Railway	5,000.00
November 1, 2014	Middlesex County College	1,800.00
February 18, 2015	Middlesex County College	1,800.00
August 31, 2015	Millburn Education Foundation	10,000.00
October 21, 2014	Morristown Beard Parents Association	200.00
August 31, 2015	Morristown Beard School	10,000.00
April 1, 2015	Morristown Beard School	300.00

J.C. Kellogg Foundation		
9/1/2014 to 8/31/2015		
April 15, 2015	Morristown Beard School	400.00
January 7, 2015	Morristown Beard School	17,500.00
March 6, 2015	Morristown Beard School	500.00
December 4, 2014	Morristown Beard School Annual Fund	10,000.00
April 1, 2015	Muscular Dystrophy Association	3,000.00
August 20, 2015	Museum of Science	1,000.00
August 31, 2015	National Sailing Hall of Fame (JCK)	10,000.00
August 31, 2015	National Sailing Hall of Fame (PRK)	10,000.00
August 20, 2015	Nature Conservancy	3,500.00
August 20, 2015	Nature Conservancy - Massachusetts	3,500.00
August 7, 2015	Neighborhood Health Services Corporation	25,606.22
September 4, 2014	New Bedford Whaling Museum	50,000.00
February 14, 2015	New Bedford Whaling Museum	15,000.00
June 23, 2015	New Classrooms Innovation Partners Inc	45,000.00
November 1, 2014	New Jersey City University	1,800.00
February 18, 2015	New Jersey City University	1,800.00
April 1, 2015	New York Stem Cell Foundation	2,000.00
February 14, 2015	Noble & Greenough School Annual Fund	5,000.00
October 10, 2014	Ocean County College Sailing	1,000.00
August 1, 2015	Ocean County College Sailing	1,000.00
August 17, 2015	Ocean County College Sailing	700.00
October 6, 2014	Ocean Medical Center Foundation	20,000.00
March 1, 2015	Ocean Medical Center Foundation	20,000.00
May 1, 2015	Ocean Medical Center Foundation	20,000.00
January 16, 2015	ODC Dance	5,000.00
February 12, 2015	OnCell	4,500.00
November 21, 2014	Our Lady of Guadalupe	34,500.00
February 9, 2015	Our Lady of Guadalupe	3,500.00
April 15, 2015	PBA #347	400.00
September 1, 2014	Pie Ranch	\$ 5,000.00
February 14, 2015	Pine Manor College Annual Fund	5,000.00
August 31, 2015	Pingry School	10,000.00
September 22, 2014	Planned Parenthood or Greater & Central N.J.	35,217.00
July 23, 2015	Planned Parenthood or Greater & Central N.J.	50,000.00
November 1, 2014	Rider Universtiy	1,800.00
February 18, 2015	Rider Universtiy	1,800.00
August 31, 2015	Robert Miller Memorial Education Fund	5,000.00
January 7, 2015	Rollins College	17,500.00
February 18, 2015	Rutgers New Brunswick	1,800.00
February 18, 2015	Rutgers Newark	1,800.00
February 18, 2015	Rutgers Newark	1,800.00
February 18, 2015	Rutgers Newark	1,800.00
February 18, 2015	Rutgers Newark	1,800.00
November 1, 2014	Rutgers University	1,800.00
November 1, 2014	Rutgers University	1,800.00
November 1, 2014	Rutgers University	1,800.00

J.C. Kellogg Foundation		
9/1/2014 to 8/31/2015		
November 1, 2014	Rutgers University	1,800.00
November 1, 2014	Rutgers University	1,800.00
August 31, 2015	Santa Clara University	2,000.00
August 1, 2015	Save Barnegat Bay	1,000.00
August 20, 2015	Save the Harbor / Save the Bay	750.00
December 4, 2014	Scholarship Fund for Inner City Children	75,586.50
December 4, 2014	Scholarship Fund for Inner City Children	10,000.00
February 14, 2015	Sea Education Association	5,000.00
November 1, 2014	Seton Hall University	1,800.00
February 18, 2015	Seton Hall University	1,800.00
February 14, 2015	Simmons College Annual Fund	5,000.00
February 18, 2015	Sisters of Saint Francis	10,000.00
August 13, 2015	Smith College	25,000.00
July 1, 2015	St. Anne's Episcopal Church	12,000.00
May 13, 2015	St. Bonaventure University	1,000.00
February 18, 2015	St. Elizabeth's College	1,800.00
February 18, 2015	St. Elizabeth's College	1,800.00
January 16, 2015	St. Luke's School	15,000.00
August 14, 2015	St. Luke's School	15,000.00
March 6, 2015	St. Rose of Lima Church	300.00
September 4, 2014	Stephen Gaynor School	5,000.00
December 1, 2014	Steve Calascione Scholarship Fund	2,500.00
September 1, 2014	Stinson Beach Community Center	5,000.00
August 17, 2015	Stir Fry Seminars	10,000.00
September 9, 2014	Sultana Education Foundation	25,000.00
May 26, 2015	Summer Search	25,000.00
December 2, 2014	Syzygy Dance Project	10,000.00
June 1, 2015	The Hoffman Institute	20,000.00
September 19, 2014	The Patrick School	75,000.00
June 1, 2015	The Patrick School	25,000.00
August 1, 2015	The Steppingstone Foundation	10,000.00
February 14, 2015	Thompson Island Outward Bound	5,000.00
November 12, 2014	Trinitas Health Foundation	500,000.00
June 12, 2015	Trinitas Health Foundation	2,000.00
July 14, 2015	Trinitas Health Foundation	2,500.00
August 17, 2015	Trinitas Health Foundation	2,000.00
December 31, 2014	Trinitas Hospital Foundation	20,000.00
January 10, 2015	Trinitas Hospital Foundation	20,000.00
September 4, 2014	U.S. Ski Team Foundation	15,000.00
February 18, 2015	Union County College	1,800.00
January 20, 2015	Union County College Foundation	72,600.00
April 9, 2015	Union County College Foundation	25,949.00
April 9, 2015	Union County College Foundation	71,400.00
August 7, 2015	Union County College Foundation	10,000.00
November 1, 2014	Union County Collge	1,800.00
November 1, 2014	Union County Collge	1,800.00



FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
OIL ROYALTIES AND PARTNERSHIP INCOME CONTRIBUTIONS			18	709,074. 1,688,638.	
TOTALS				<u>2,397,712.</u>	