

KELLOGG CO  
Form 8-K  
July 19, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): July 16, 2018

Kellogg Company  
(Exact name of registrant as specified in its charter)

Delaware                                      1-4171                      38-0710690  
(State or other jurisdiction   (Commission   (IRS Employer  
of incorporation)                      File Number)   Identification No.)

One Kellogg Square  
Battle Creek, Michigan 49016-3599  
(Address of principal executive offices, including zip code)

(269) 961-2000  
(Registrant's telephone number, including area code)

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by  
check mark  
whether the  
registrant is  
an emerging  
growth  
company as  
defined in  
Rule 405 of  
the  
Securities  
Act of 1933  
(§230.405 of  
this chapter)

or Rule  
12b-2 of the  
Securities  
Exchange  
Act of 1934  
(§240.12b-2  
of this  
chapter).

Emerging  
growth o  
company

If an  
emerging  
growth  
company,  
indicate by  
check mark  
if the  
registrant  
has elected  
not to use  
the extended  
transition  
period for  
complying  
with any  
new or  
revised  
financial  
accounting  
standards  
provided  
pursuant to  
Section  
13(a) of the  
Exchange  
Act. o

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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) On July 16, 2018, Donald Mondano, Vice President and Corporate Controller of Kellogg Company (“Kellogg” or the “Company”) notified the Company that he would be leaving Kellogg to pursue another opportunity. Mr. Mondano will remain with the Company through August 3, 2018, the date the Company expects to file its Form 10-Q relating to the second quarter of 2018 with the Securities and Exchange Commission.

(c) Effective August 4, 2018, Kellogg appointed Kurt Forche as its Vice President and Corporate Controller, and he will be the Company’s principal accounting officer. The Company’s Compensation and Talent Management Committee determined that, in his new role, Mr. Forche would receive an annual base salary of \$315,000 and his 2018 Annual Incentive Plan target award would be 50% of his base salary (calculated on a pro-rated basis).

Mr. Forche, 48, joined the Company in 1997 as Senior Auditor in the Internal Audit department. In 2010, he was promoted to Financial Planning Director for the U.S. Snacks business and was appointed to Director, Corporate Reporting in 2012. He was promoted to Senior Director, Corporate Reporting in April 2014, and has served as Vice President and Assistant Controller since December 2016.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KELLOGG COMPANY

Date: July 19, 2018 /s/ Gary H. Pilnick  
Name: Gary H. Pilnick  
Title: Vice Chairman