



# LIVING OUR VALUES

KELLOGG COMPANY'S GLOBAL CODE OF ETHICS

*Kellogg's*

# OUR CORE STANDARDS IN BRIEF

## K Values™

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### INTEGRITY

We Act with Integrity and Show Respect

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### ACCOUNTABILITY

We Are All Accountable

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### PASSION

We Are Passionate About Our Business, Our Brands and Our Food

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### HUMILITY

We Have the Humility and Hunger to Learn

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### SIMPLICITY

We Strive for Simplicity

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### RESULTS

We Love Success

## Global Code of Ethics Principles

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### OUR PEOPLE

We act with integrity. We treat each other with fairness and respect.

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### OUR CONSUMERS

We delight our consumers with safe, high-quality, great-tasting foods.

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### OUR MARKETPLACE

We compete vigorously and with integrity. We partner with those who demonstrate our values.

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### OUR INVESTORS

We are a preferred investment because we deliver the present while creating the future.

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### OUR COMMUNITIES

We use natural resources responsibly and support our communities.

# MESSAGE FROM JOHN BRYANT

Dear Colleagues,

You don't need me to tell you that Kellogg is a special company; you realized that when you first walked through our doors. I feel both humbled and proud to lead a company whose founder's 100-plus-year legacy lives on in the way we run our business, serve our customers and consumers, create sustainable value for our investors and make a difference in our communities.

Today, our Vision – to enrich and delight the world through foods and brands that matter – and our Purpose – nourishing families so they can flourish and thrive – enable us to face a truly global future with confidence.

All of this is made possible by our commitment to our values – our *K Values*<sup>™</sup> – which guide us in the way we pursue our goals, tackle challenges and find answers to the tough questions that can arise for a company doing business around a dynamic, complex and hyper-connected world.

Our continued success and reputation depend upon each of us living our values and acting ethically, responsibly and in compliance with the law. Our Global Code of Ethics, titled 'Living Our Values', represents the culture we've built and the commitment we've made to continue earning the trust of those who love our brands.

This important document is a guidebook for the journey we're on. I would ask you to consult it regularly, ask questions and raise any concerns you might have – with me personally, if you wish. That's how seriously I take the standards for conduct we have set.

Thank you for Living Our Values and doing your part to maintain Kellogg's legacy of trust.

Sincerely,



**John Bryant**

President and Chief Executive Officer



**Our Vision:**

*To enrich and delight the world through foods and brands that matter.*

**Our Purpose:**

*Nourishing families so they can flourish and thrive.*

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Legacy of Quality and Integrity – Photo from 1981 advertisement

# HOW WE DO WHAT'S RIGHT

## Introduction to *Living Our Values* – Kellogg Company's Global Code of Ethics

More than 100 years ago, our founder, W. K. Kellogg, saw the promise in a single grain. Through his passion and commitment to nutrition, Kellogg's Corn Flakes® were created, and the cereal industry was born.

Today, as Kellogg Company ("Kellogg") pursues its Vision and Purpose in more than 180 countries, the world has never been more interconnected and interdependent. This means the actions of a single individual have the potential to affect more people in more ways than ever before. This creates huge opportunities for Kellogg – but also risks. It's why we have to be more focused than ever on how we do what's right.

When it comes to doing the right thing, our *K Values*™ are foundational. Our values are part of our DNA. They guide the way we work with our business partners, within our communities and with each other. Through integrity, accountability, passion, humility, simplicity and a focus on success, we have created a vibrant, ethical performance culture.

*Living Our Values* is Kellogg Company's Global Code of Ethics. We gave it this name because living the *K Values*™ – embodying them day-to-day in our decisions and actions – is essential to our individual and collective success, enabling us to achieve sustainable business success and maintain a strong reputation. The Code contains a lot of important information as well as resources that help us conduct our business legally, ethically, responsibly and in accordance with our values. It is readable, easy to use and relevant to our day-to-day jobs. We should all be very familiar with the Code and use it often.

The topics in the Code are organized under five major headings, representing our key stakeholders – those groups of people who have a stake in or are otherwise affected by how we run our business. They are: **Our People, Our Consumers, Our Marketplace, Our Investors** and **Our Communities**.

We have organized the topics under these groups for convenience and ease of reference. They are not mutually exclusive, since some topics may apply to more than one group.



Each topic is broken into three sections:

## HOW

### We Do What's Right

A short statement summarizing the essence of our approach to doing business, which sets the expectation for how we conduct ourselves.

## WHY

### It Matters

An explanation of why following the relevant standard is important to protecting our company's reputation, helping avoid unwanted risk and contributing to our company's long-term sustainability.

## WHAT

### It Means

The practical implications of the relevant standard; in other words, how we behave in order to meet or exceed our expectations and those that others have of us.

**The following two sections explain why this Code is so important, how it works and how we ensure that it is followed.**

# EVERYONE, EVERYWHERE, EVERY DAY

**Our reputation and success depend upon the decisions and actions of our people, all over the world. We are committed to ensuring that every action we take honors our K Values and is in full compliance with the law and this Code.**

## Everyone's Responsibilities

As employees, we are all responsible – individually and collectively – for how Kellogg does business and the impact Kellogg has in the world. We pursue our *Vision and Purpose* and honor our founder's legacy of integrity through the right behaviors, which always involve:

- Acting with integrity – honoring our commitments, upholding this Code, obeying the law and acting responsibly and in good faith.
- Showing respect – valuing diversity of thought and opinions, encouraging open and frank dialogue, and considering the impact of our decisions on stakeholders.
- Building trust – seeking fair resolutions, making decisions based on the merits, dealing fairly and honestly with all stakeholders and maintaining the appropriate level of transparency in our decision making.

**We seek guidance as needed from the resources identified on page 10 and report actual or suspected violations of our Code, company policies and the law.**





## Special Responsibilities for Leaders and Managers

While all employees are required to act with integrity, show respect and build trust, leaders and managers have special responsibilities under our Code. If you lead or supervise others, Kellogg requires you to demonstrate ethical leadership and set the right tone by:

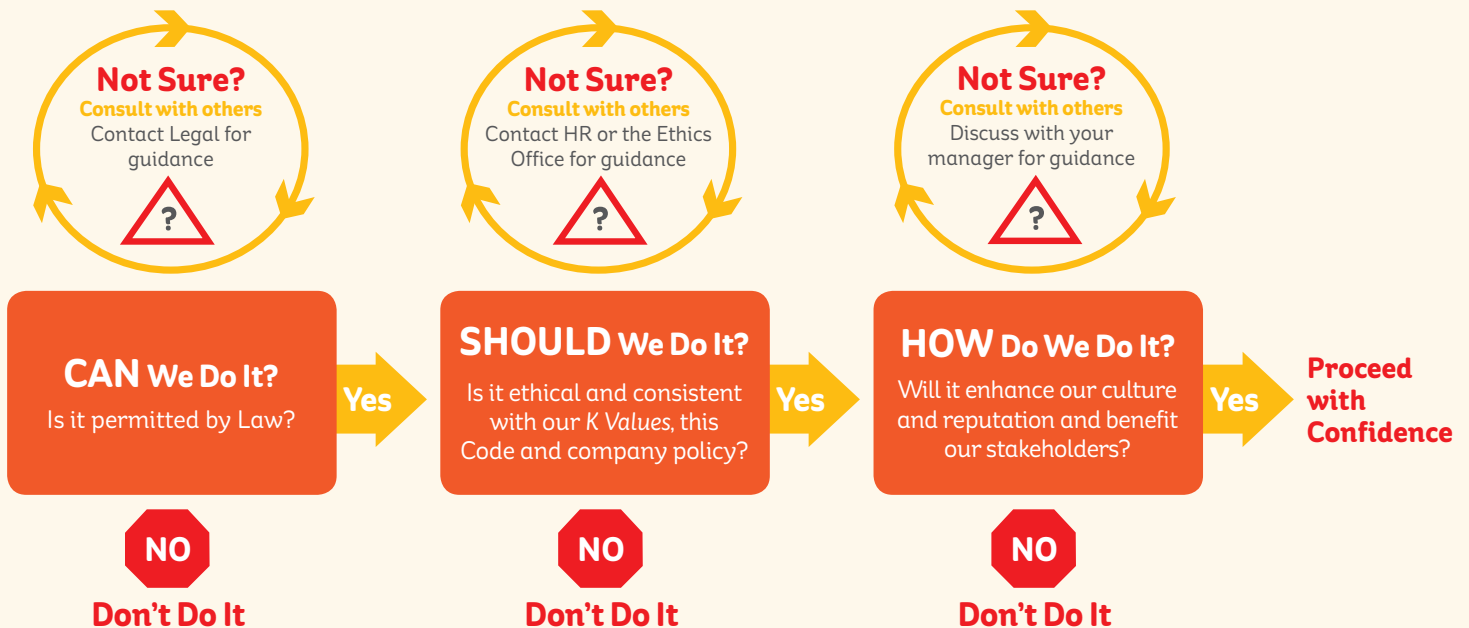
1. Fostering a positive work environment in which only legal, ethical, responsible and appropriate behaviors are acceptable, bearing this in mind whenever you plan to hire, promote or delegate.
2. Modeling appropriate behaviors that are consistent with our Code and K Values.
3. Regularly communicating the importance of ethically sound business practices and discussing the ethical and legal implications of business decisions.
4. Providing adequate training and development resources to enable employees to perform their duties appropriately and grow their careers.
5. Using our performance review process to evaluate employees on *what* business objectives they achieve and *how* they achieve them.
6. Identifying and mitigating ethics and compliance risks, as well as other business risks.
7. Responding appropriately and in a timely way to colleagues who seek advice or raise concerns, helping them to feel secure and at ease in doing so.
8. Keeping commitments and managing employees' expectations.
9. Maintaining accountability among all employees, regardless of position or job title.
10. Managing conflict of interest situations to achieve fair and appropriate outcomes.



## Making Decisions the Kellogg Way

How we make a decision says as much about who we are as a company as the decision itself. It is important that we make decisions that we can be proud of; decisions that support behaviors that are legal, ethical and responsible.

**This Decision Tool can help us navigate the gray areas of business and ensure we make the best choices.**





## Responsibilities of Suppliers and Other Business Partners

We believe in doing business with business partners (such as suppliers, contractors, joint venture partners, agents, sales representatives, distributors and consultants) who share our values and approach to doing business. We expect these business partners to review, understand and act consistently with the standards set out in our **Kellogg Global Supplier Code of Conduct**.

# HOW WE UPHOLD THE CODE

**Our Global Code of Ethics applies to all employees and officers of Kellogg and its subsidiaries. Contractors, consultants and others working on our behalf must also follow the Code. We apply the Code, conduct investigations and take remedial action in a manner that is respectful, consistent and fair.**

## The Importance of Seeking Guidance and Speaking Out

At Kellogg, we strive to maintain a culture where our ideas and concerns are acknowledged and considered. This gives us the freedom to be at our best, extend trust, demonstrate ethical leadership and pursue our Vision and Purpose. If you have a concern about a business situation and are not able to find the answer you are looking for in this Code or our policies and procedures, there are a number of resources available to you.

## Seeking Guidance

You should always feel free to go to your manager with a question or concern, as he or she is likely to have insight and experience in the matter and can seek expert assistance if necessary. If you prefer, you can consult with colleagues in the departments that provide oversight for the policy or law in question, the Human Resources Department or the Legal and Compliance Department. At any point, you may also seek advice and assistance from the Office of Ethics and Compliance.

## Office of Ethics and Compliance

The Office of Ethics and Compliance is a resource to:

- Provide guidance and clarify how to apply this Code or a company policy to our business activities;
- Provide ethics and compliance training; and
- Receive reports of all actual or suspected violations of our Code, company policies and the law.

## You may contact the Office of Ethics and Compliance in any of these ways:

### Ethics Alertline

Please refer to the list of numbers on the last page of this Code.

### Email

[ethics.office@kellogg.com](mailto:ethics.office@kellogg.com)

### Fax

U.S. access code  
+ 269-660-4156

### Mail

Office of Ethics and Compliance  
Kellogg Company  
One Kellogg Square  
P.O. Box 3599  
Battle Creek, MI 49016-3599

### Web

<https://www.tnwgrc.com/Kellogg>



## Speaking Out: Expressing Concerns and Calling the Ethics Alertline

If something does not feel or look right, each of us is, and should feel, empowered to take action. If you have a concern about a possible violation of the spirit or letter of this Code, company policy or the law, you are required to notify:

- Your manager (provided your manager is not involved in the violation);
- Human Resources;
- The Legal and Compliance Department;
- Internal Audit; or
- The Office of Ethics and Compliance.

If you see something, say something – as soon as possible. It is always best to raise your concerns early. The longer we wait to address a concern, the worse it may become.

It is helpful when you identify yourself, as it enables us to follow up and provide feedback when appropriate. But, if you wish, you may report any actual or suspected violations anonymously and confidentially by contacting the *Ethics Alertline*. Our *Ethics Alertline* is maintained by a third-party confidential reporting company. This company will forward your concerns to our Office of Ethics and Compliance for investigation and follow-up. Reports submitted will be handled promptly and discreetly. We will maintain confidentiality to the greatest extent possible, considering our need to investigate and to comply with other company obligations.

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**You will find the Alertline number for your location on page 55.**

## Retaliation Is Strictly Prohibited

We support honest and open communication and encourage our employees to ask questions and report concerns. We will not tolerate retaliation against any individual who, in good faith, discloses any actual or suspected violations or participates in a Kellogg investigation. Retaliation will result in disciplinary action up to and including termination of employment.

## Investigations

We investigate reports of actual or suspected Code violations promptly, fairly and in accordance with our legal obligations. All employees are required to cooperate fully in any Kellogg investigation and are asked to keep their knowledge of and participation in such investigation confidential to help safeguard the integrity of the investigation, protect witnesses and secure relevant evidence. We will appropriately protect the confidentiality of the reporting source.

When conducting investigations, we seek fair, well-reasoned outcomes that balance our interests in identifying and addressing misconduct while preserving the dignity of those involved, consistent with our *K Values* and this Code.

## Key Points

- **Raise concerns early.**
- **You may remain anonymous.**
- **Confidentiality is protected.**
- **Retaliation is prohibited.**

## Our Investigation Process

- **Assign investigation team –** individuals with the right knowledge, objectivity and discretion
- **Conduct investigation –** determine facts through interviews and/or document reviews
- **Corrective Action –** if necessary, the team will recommend corrective actions to appropriate managers for implementation
- **Feedback –** if appropriate, we will provide general feedback to the person who raised the concern

## Government Investigations

Though an unlikely event, we must know how to respond appropriately to a government or regulatory agency request for information or investigation. In such circumstances, we must cooperate lawfully, and any information we provide must be truthful and accurate. To ensure that we act in the appropriate way and also protect Kellogg Company's legitimate interests, it is important to seek advice from the Legal and Compliance Department before responding to a non-routine request for information from a government or regulatory agency.

## Disciplinary Action

All employees are required to comply with this Global Code of Ethics. Failure to comply with this Code, company policies and applicable laws can result in disciplinary action, up to and including termination of employment, as well as potential civil and criminal liability.

## Waivers

We recognize that in rare circumstances a strict application of the Code may result in a significant hardship. In these exceptional cases, a waiver of the Code in order to mitigate hardship may be sought.

Any waiver or amendment of this Code for the Chief Executive Officer, General Counsel, Chief Financial Officer, Controller, other senior financial or executive officers or directors must be approved by the Nominating and Governance Committee of the Board of Directors for Kellogg Company. For all other employees, any waiver of this Code must be approved by the Office of Ethics and Compliance in accordance with procedures adopted by such Nominating and Governance Committee.







**WE LIVE OUR VALUES.**

We act with integrity. We treat each other with fairness and respect.



# LIVING OUR VALUES for

# OUR PEOPLE

We can drive positive change by seeking opportunities to grow personally and professionally, with the support of our managers and colleagues. We are entitled to be treated with fairness and respect. We invite conversation to create the best possible outcome for everyone involved. Together, we can unlock an even brighter future for our company, ourselves and those we serve.

This section covers some important standards we must follow in order to support each other and sustain an environment in which we can all thrive.

## SAFE & HEALTHY WORKPLACE

We are committed to maintaining a safe and healthy workplace for our colleagues, business partners and visitors as well as people in the communities in which we operate.

## DIVERSITY & INCLUSION

We believe in the power of people and have respect for individuals of all backgrounds, capabilities and opinions.

## HARASSMENT & DISCRIMINATION

We are committed to maintaining a work environment that is free of harassment and discrimination.

## PERSONAL INFORMATION

We protect the privacy and confidentiality of our colleagues' personal, medical, family and financial information.

## SOCIAL MEDIA

We have a shared identity as Kellogg employees, but we are also individuals with our own thoughts, opinions and interests.

## CONFLICTS OF INTEREST

We make decisions and act in the best interests of the company rather than for personal gain.

## The K Values in Action

### INTEGRITY

Show respect for and value all individuals for their diverse backgrounds, experiences, styles, approaches and ideas.

### ACCOUNTABILITY

Personally commit to the success and well-being of teammates.

### PASSION

Promote a positive, energizing, optimistic and fun environment.

### HUMILITY

Value openness and curiosity to learn from anyone, anywhere.

### SIMPLICITY

Deal with people and issues directly and openly.

### SUCCESS

Help people to be their best by providing coaching and feedback.

# PROMOTING A SAFE AND HEALTHY WORKPLACE

## If in doubt, ASK!

**Q.** I have a safety concern. But if I bring it up now, it will slow down production and we may miss our deadline. I don't want my supervisor to be upset with me. What should I do?

**A.** Deadlines are important, but health and safety always come first. So, **we make tough calls** when necessary. The company always wants you to bring up health and safety concerns immediately, even if that may mean slowing production, missing a deadline or losing a business opportunity.

**Q.** I work in a plant as a production employee, and I'm currently taking medication that may cause certain side effects, such as drowsiness. Do I need to tell my supervisor that I'm taking this medication and the possible side effects?

**A.** Yes. Employees who for medical reasons are using prescription or non-prescription drugs that may impair alertness or judgment – and therefore could jeopardize their safety and that of their colleagues – should inform their supervisor upon reporting to work. Each of us must **embrace the belief that all injuries are preventable and that achieving a healthy and safe environment starts with me.**

## HOW

### We Do What's Right

**We are committed to maintaining a safe and healthy workplace for our colleagues, business partners and visitors as well as people in the communities in which we operate.**

## WHY

### It Matters

At Kellogg, keeping people safe and healthy is a core value – whether they are colleagues, business partners or others in and around our facilities. It's the right thing to do and it also promotes a positive, caring work environment in which people can thrive.

We all share the responsibility to make health and safety a daily priority. Each of us is accountable for observing the health and safety rules and practices that apply to our job and for taking precautions necessary to protect ourselves, our colleagues and our visitors. Each of us is also accountable for observing environmental laws and ensuring our actions and operating practices do not adversely impact the environment and communities in which we operate.

We must perform at our best every day. Our health and safety demands that each of us report to work free from any substance, including alcohol or drugs, that could prevent us from doing our jobs properly or that could create a dangerous situation.

Acts of violence, threats and physical intimidation have no place at Kellogg and can result in immediate disciplinary action, up to and including termination of employment.

## WHAT

### It Means

We foster an active health and safety culture by:

- Making responsible choices and not taking or directing unnecessary or unsafe acts on the job.
- Knowing and complying with applicable occupational health and safety laws and related company policies.
- Watching out for each other and helping others avoid unsafe conditions or behaviors.
- Promptly reporting any unhealthy or unsafe conditions or behaviors, especially workplace hazards, broken or missing equipment, injuries or threatening or violent behavior.
- Knowing what to do in an emergency and cooperating during the practice of emergency drills.
- Never bringing illegal drugs or other controlled substances onto company property or being under their influence while at work.
- Talking to a manager if you see a colleague who may be under the influence of alcohol or drugs while at work.

- Using good judgment and exercising moderation when alcohol is served at company events.
- Not saying or doing anything that could threaten the safety or security of others or create fear.
- Not bringing firearms or other weapons onto company premises or while traveling on company business (except as permitted under applicable laws and regulations).
- Never retaliating against anyone who reports any health or safety concern or participates in an investigation of these concerns.

**For more information, contact our Office of Ethics and Compliance for guidance.**

## VALUING DIVERSITY AND INCLUSION

### HOW

#### We Do What's Right

**We believe in the power of people and have respect for individuals of all backgrounds, capabilities and opinions. We encourage an inclusive environment that promotes individual expression, creativity, innovation and achievement.**

### WHY

#### It Matters

We believe that diversity – of people and ideas – inspires innovation, provides key insights into our consumers and enhances our competitive advantage in the global marketplace.

We are committed to treating employees and applicants for employment fairly. We seek to develop and retain a diverse workforce. We value individuals of diverse backgrounds, experiences, approaches and ideas and promote this view with those companies and individuals with whom we do business.

### WHAT

#### It Means

- We treat each other with dignity and respect and foster an atmosphere of open and candid communication.
- We hire, retain and promote based on qualifications, demonstrated skills, achievements and other merits.
- We do not discriminate.
- We expect our business partners (suppliers, contractors, etc.) to act in a way that is consistent with our fair treatment and equal opportunity standards.
- We comply with all the applicable labor and employment laws.

**Contact the Office of Ethics and Compliance for further information or guidance.**



### If in doubt, ASK!

**Q.** I'm considering an applicant for a job in which she'd be working directly with customers, but I'm afraid that our customers will be uncomfortable with her physical disability. Is this a legitimate reason not to hire her?

**A.** No. To deny an applicant or employee a job based on the reaction of others to disability, race or other protected classification is unlawful discrimination. If the applicant is the best qualified person for the job, we should hire her. At Kellogg, **we show respect for and value all individuals for their diverse backgrounds, experiences, styles, approaches and ideas.** Our stakeholders expect nothing less.

# PREVENTING HARASSMENT AND DISCRIMINATION

## If in doubt, ASK!

**Q.** I can tell my colleague is upset by other women on our team who tell jokes of a sexual nature. I'm not bothered by them. Should I just wait for her to say something?

**A.** Sexual harassment can be directed toward a person of the same or opposite sex. If it's clear to you that these jokes are offensive to your coworker, step up and encourage her to speak with these women to let them know their humor isn't welcome. If she's reluctant, inform a manager about the situation. At Kellogg, **we personally commit to the success and well-being of teammates.**

## Examples of Harassment:

- Unwelcome sexual advances or remarks
- Disparaging comments, slurs, jokes
- Displaying or storing written or graphic material that ridicules, insults or shows hostility toward a group or individual
- Distributing or storing pornographic, obscene or sexually suggestive content

### HOW

#### We Do What's Right

**We are committed to maintaining a work environment in which our people are treated with dignity and respect and that is free of harassment and discrimination.**

### WHY

#### It Matters

We believe that every employee should be treated with respect, regardless of their race, color, ethnicity, national origin, religion, age, disability, medical condition, veteran status, marital status, gender, sexual orientation, gender identity or gender expression. A work environment free from harassment and discrimination enables us to grow and thrive together.

Many forms of harassment and discrimination are prohibited by law. Behavior that interferes with another's work environment or otherwise creates an offensive, intimidating, disruptive, abusive or hostile work environment is also prohibited.

### WHAT

#### It Means

- We conduct ourselves appropriately in all dealings with others.
- We are conscientious about how our actions and comments might be perceived or misunderstood by others.
- We do not tolerate any form of abuse or harassment of colleagues, business partners or anyone else with whom we have business dealings.
- In particular, we have zero tolerance for unwanted verbal or physical conduct (sexual or otherwise) or degrading and disparaging jokes related to race, color, age, gender, sexual orientation and other categories protected by the laws that apply to us.
- We report instances of harassment to our manager, Human Resources Department, Legal and Compliance Department, Office of Ethics and Compliance or any member of management.

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**We take harassment claims seriously and will investigate them. For more information, contact our Human Resources Department for guidance.**



# PROTECTING PERSONAL INFORMATION

## HOW We Do What's Right

We protect the privacy and confidentiality of our colleagues' personal, medical, family and financial information by not disclosing such information to anyone, internally or externally, other than those with a business need for such information and where we are legally permitted to do so.

## WHY It Matters

In order to run our business, comply with legal requirements and administer benefits, it's necessary for Kellogg to collect, store, use and share colleagues' personal information as appropriate. We only handle this data in accordance with our Human Resources Data Privacy Policy and applicable local data privacy laws, which are designed to protect information from improper disclosure. All information relating to employment candidates and the employment or employment history of any current or former colleagues is confidential, and we use that information only for relevant and appropriate business purposes.

## WHAT It Means

We help protect colleagues' personal information in the following ways:

- Follow all applicable privacy laws and company privacy policies.
- Collect, use and process personal data only for legitimate business purposes.
- Protect the privacy and security of information entrusted to us.
- Never share a colleague's personal information with anyone, either inside or outside Kellogg, who does not have a business need to know it.

**For more information, review our Human Resources Data Privacy Policy or contact our Human Resources Department for guidance.**

## Personal information can include:

An individual's home address, date of birth, age, race, religion, political affiliation, sexual orientation, identification or financial account numbers, medical information and a range of other information that individuals may not wish to share publicly

## If in doubt, ASK!

**Q.** A business partner wants to send a "get well" card and flowers to his Kellogg Account Manager. Can I share the employee's home address with the business partner?

**A.** No. We **demonstrate a commitment to integrity and ethics** by not disclosing personal information such as a home address without the explicit consent of the employee, a court order or other similar legal request.



# ENGAGING IN SOCIAL MEDIA

## If in doubt, ASK!

**Q.** I post on blogs related to my professional expertise at Kellogg. Should I be up front about my connection to Kellogg?

**A.** Yes. In the online world, being transparent about company connections is good etiquette and consistent with this Code. Depending on where you are, it may also be required by law. At Kellogg, **we value, promote and fiercely protect our reputation.** Tell people you work for Kellogg, and add this line to your blog, chat or other online entries: “The opinions expressed are my own and do not represent the views of Kellogg.”

## Some examples of Social Media

- Social networking sites (e.g., Facebook, LinkedIn)
- Video and photo sharing Web sites (e.g., Flickr, YouTube)
- Microblogging sites (e.g., Twitter, Weibo)
- Blogs (e.g., corporate blogs, personal blogs, media-hosted blogs)
- Forums and discussion boards (e.g., Yahoo! Groups, Google Groups)
- Collaborative publishing (e.g., Wikipedia, Google Docs)

### HOW

#### We Do What’s Right

**We have a shared identity as Kellogg employees, but we are also individuals with our own thoughts, opinions and interests.**

### WHY

#### It Matters

What we say, email, blog, post or tweet can reach millions of people in seconds. And because our communications can reach millions of people, they also can affect millions of people, for better or for worse. Everything we say and do affects our reputation. This power brings additional responsibility.

Even as we find new ways to communicate with others, we recognize the growing importance of social media and believe it can be a great vehicle for communicating our passion and knowledge to our customers and consumers.

Outside of work, many of us blog, post on social networks and contribute to wikis. Even in these personal pursuits, we all have a responsibility not to disclose company confidential and proprietary information without authorization.

### WHAT

#### It Means

We should engage with social media responsibly, in accordance with the following rules:

- Adhere to the *K Values*™ in all authorized business communications.
- Comply with our Global Social Media Policy.
- Distinguish clearly between authorized business communications and personal communications.
- When endorsing our company and its products, we identify ourselves as a Kellogg employee.
- Ensure that our time and effort spent with social media do not interfere with our work commitments.
- Never disclose our (or our customers’ or suppliers’) secret, confidential, proprietary or privileged information.
- Do not make maliciously false statements or statements that violate the law, the community terms of use for the page or company policy.

Use your best judgment and exercise personal responsibility. Your actions can result in unintended consequences.

**For more information, review our *Global Social Media Policy* or contact our *Office of Ethics and Compliance* for guidance.**

# AVOIDING CONFLICTS OF INTEREST

## HOW

### We Do What's Right

At Kellogg, we thrive together. We make decisions and act in the best interests of Kellogg rather than for personal gain.

## WHY

### It Matters

With every choice we make at Kellogg, there's a chance to make people feel even better about one of the world's most trusted brands. So it's important to make business decisions based on sound judgment, the merits, the K Values and the best interests of Kellogg.

## WHAT

### It Means

This section provides guidance on some of the more common conflicts of interest, but it cannot cover every situation we may face. As a first step, ask yourself the questions in the Quick Test to determine whether there might be a conflict of interest.

Conflicts of interest can be avoided or addressed if promptly disclosed and properly managed. If you're in a situation in which there might be a real or perceived conflict of interest, you must:

- Disclose your situation to your manager or the Office of Ethics and Compliance.
- Remove yourself from the decision-making process on how to resolve the situation.
- Support the subsequent decision.

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**For more information, review our Conflict of Interest Policy or contact our Office of Ethics and Compliance for guidance.**

## What Is a Conflict of Interest?

Conflicts of interest can arise when activities outside of work, ownership interests in other companies or personal relationships interfere – or appear to interfere – with our ability to do our jobs or to make unbiased decisions on behalf of the company.

Even the appearance of a conflict of interest can make others think we are acting improperly and should be avoided.

## Conflict of Interest Quick Test

### If I take this course of action:

1. Will I feel obligated to someone else?
2. Am I dishonoring the K Values?
3. Is there a chance – however small – of my independent judgment being compromised?
4. Could it give the appearance of impropriety or divided loyalty?

If you answered “yes” to any of these questions, there is a high probability that your decision will result in a real or perceived conflict of interest. If you are unsure about how to proceed, seek guidance from your manager or the Office of Ethics and Compliance.

# RELATIVES AND FRIENDS

**We avoid putting ourselves in a position where our judgment and decision making could be improperly influenced by close personal or family relationships.**

In order to avoid an actual or perceived conflict of interest, it is not appropriate to:

- Supervise someone with whom you have a close personal, romantic or familial relationship;
- Place colleagues who have a romantic or family connection in a reporting relationship;
- Be involved in selecting or hiring someone with whom you have a close personal, romantic or familial relationship; or
- Participate in the selection or relationship management of a business partner if the firm employs someone with whom you have a close personal, romantic or familial relationship.

# PERSONAL OR CLOSE RELATIVES' INVESTMENTS

**We ensure that our investments and those of our close relatives do not create conflicts of interest.**

- Employees may not own, either directly or indirectly, a substantial interest in any business entity that does business with or seeks to do business with Kellogg without prior written approval of the General Counsel.
- Employees may not own, either directly or indirectly, securities in any business that competes with Kellogg (except through a mutual fund) without prior written approval of the General Counsel.
- Employees are required to disclose to their manager whenever they are aware of a business entity that employs or that is owned (even in part) by a close relative and seeks to do business with or competes with Kellogg.

“Substantial interest” means owning more than 1 percent of the shares of such business entity (if a publicly traded company); earning more than 10 percent of your net worth from the shares of such business entity (if a publicly traded company); owning more than 5 percent of the assets of such business entity; or receiving more than 50 percent of annual compensation from such business entity.

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***If you are in any doubt, contact our Office of Ethics and Compliance.***



## Who is a “close relative”?

This includes a spouse, domestic partner, child, mother, father, spouse or domestic partner of mother or father, aunt, uncle, nephew, brother, sister, mother-in-law, father-in-law, son-in-law, daughter-in-law, sister-in-law, brother-in-law, grandparent, grandchild or step, adoptive and foster relationships or an individual that resides in your home.



# OUTSIDE EMPLOYMENT AND OTHER ACTIVITIES

**We each give our best effort every day at Kellogg, not allowing outside jobs or other activities to hinder our contributions to Kellogg.**

At Kellogg, we encourage our people to lead full and productive lives outside of work. Outside activities such as your own business, a second job, board service and community work are all acceptable as long as these activities do not:

- Interfere with your job responsibilities or performance;
- Involve working for a competitor or supplier;
- Risk damaging the company's business or reputation;
- Use company resources, including other employees or vendors; or
- Create any other kind of conflict of interest.

## CORPORATE OPPORTUNITIES

**We share knowledge of opportunities we uncover and discoveries we make in the course of our work so that we can better pursue our goals as a company and serve those who count on us.**

Working for Kellogg will sometimes enable you to identify a business or investment opportunity that Kellogg may have an interest in pursuing. You must not:

- Take for yourself opportunities that you discover through the use of Kellogg property, information or your position;
- Use Kellogg property, information or your position for improper personal gain; or
- Compete with Kellogg, either directly or indirectly.

### If in doubt, ASK!

**Q.** I am responsible for the advertising budget for a particular brand and plan to spend a significant part of the budget with one Internet search company this year. My husband and I have jointly invested in that company's stock. Is that a problem?

**A.** Yes. Your decision to spend a large part of the advertising budget with that company could appear to be motivated by your personal investment. **Demonstrate a commitment to integrity and ethics** by discussing this investment with your manager or the Office of Ethics and Compliance before signing the agreement.

**Q.** I've been volunteering with a local food bank that lists Kellogg as a donor, and they offered me a part-time position. Can I take the job, as long as it doesn't cut into my working hours?

**A.** Probably. We encourage charitable and civic work, but even if your work at the food bank doesn't interfere with your job responsibilities, because the non-profit receives financial support from Kellogg, you should ask your manager before you accept the position. Depending on the circumstances, accepting the job may require written approval.

# GIFTS AND ENTERTAINMENT

**We do not give or receive inappropriate gifts, favors and entertainment.**

Offering and accepting business gifts, favors and entertainment is a customary business courtesy that can promote goodwill and enhance business relationships. However, gifts, favors and entertainment should never affect, or appear to affect, our impartial business decision making or that of an outside party nor be offered or received in exchange for preferential treatment in any business dealing.

Always avoid gifts, favors or entertainment that could appear to be bribes, raise questions about conflicts of interest for you or Kellogg, or damage our reputation if they became known publicly.

Business gifts, favors and entertainment are generally acceptable as long as they are:

- Not requested or solicited;
- Nominal in value if given by a business partner for which you have purchasing or relationship management duties;
- Otherwise modest in value and not lavish;
- Infrequently given or received;
- Not cash or cash equivalents;
- Allowed to be reciprocated in accordance with our company policy;
- Not creating (or appearing to create) an obligation on the recipient;
- Not likely to inappropriately influence their business decision; or
- Not taking advantage of our position with vendors and other business partners.

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***Please also refer to the provision on PREVENTING BRIBERY AND CORRUPTION on page 36. Special rules apply when offering or giving gifts, favors and entertainment to government officials and employees of state-owned entities. You should obtain advice from the Legal and Compliance Department or from the Office of Ethics and Compliance before offering or giving any gift, favors or entertainment to such individuals.***

## If in doubt, ASK!

**Q.** A new vendor is grateful for the work I did to expedite execution of their Kellogg contract and sent me a bottle of champagne valued at US\$40. Since, it's not very expensive and was unexpected, is it okay to accept it?

**A.** No, you should politely return the gift to the vendor. Procurement employees or employees who can influence or determine vendor selection have to be especially careful to avoid the appearance of impropriety. Accepting gifts beyond a nominal value, like inexpensive notepads, calendars and pens, could create the impression that such gifts influenced your decision. Oftentimes with conflicts of interest, perception is reality. **Make the tough call**, and avoid the situation altogether.











**WE LIVE OUR VALUES.**

We delight our consumers with safe, high-quality, great-tasting foods.



# LIVING OUR VALUES for

# OUR CONSUMERS

We are passionate about our business, our brands and our food. Our company's vision – to enrich and delight the world with foods and brands that matter – and our purpose – to nourish families so they can flourish and thrive – drive our desire to provide high-quality, great-tasting foods for our consumers.

This section covers some important standards to which we hold ourselves in order to honor our founder's dedication to nutrition and people's well-being.

## **DELIVERING ON QUALITY, SAFETY AND VALUE**

*We delight our consumers with high-quality, great-tasting foods.  
We are committed to providing safe foods our consumers can trust.*

## **PROMOTING HONEST MARKETING PRACTICES**

*We show pride in our brands and understand the importance of accuracy and prudent transparency in advertising and packaging.*

## **PROTECTING CONSUMER DATA**

*We respect the privacy of all individuals and take the necessary and legally required precautions to protect personal data.*

## The K Values in Action

### **ACCOUNTABILITY**

Keep promises and commitments made to others.

### **PASSION**

Delight our consumers and serve our customers through the high quality of our products and services.

### **SIMPLICITY**

Seek to continually simplify and improve processes, procedures and activities.



# DELIVERING ON QUALITY, SAFETY AND VALUE

## If in doubt, ASK!

**Q.** I noticed a strong, unusual odor near the packing line during sales sample production for a high-priority innovation project. My coworker didn't notice the odor and encouraged me to continue with the run. I don't want to be the cause of missing a tight deadline for this important project. What should I do?

**A.** Making safe food that meets our quality standards is our top priority. An unusual odor identified during production or packaging could negatively impact the taste or odor of the finished product or in some instances could actually harm a consumer. So, we need to **make tough calls** and report these types of incidents to Quality and Food Safety immediately for investigation.



## HOW

### We Do What's Right

We delight our consumers with **great-tasting, high-quality foods**. We are committed to providing **safe foods our consumers can trust**.

## WHY

### It Matters

We believe our reputation is inside every package of food we produce and sell, and we are proud that our consumers expect more from our brands. We are invited to the table every day and around the world, so we ensure our consumers can trust the quality and safety of our foods.

## WHAT

### It Means

In order to meet or exceed our consumers' expectations, we:

- Ensure that our foods are produced in an environment that promotes quality and consumer safety as our top priorities.
- Take personal accountability for the success of our business by reporting (or addressing, if you have quality and food safety responsibilities) any quality and food safety issue or concern immediately.
- Never bypass quality controls or take shortcuts that compromise the quality or safety of our foods.
- Immediately report any threats to food or consumer safety to management so that appropriate and prompt action can be taken.

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**For more information, contact our Office of Ethics and Compliance for guidance.**

# PROMOTING HONEST MARKETING PRACTICES

## HOW We Do What's Right

We show pride in our brands and understand the importance of accuracy and appropriate transparency in advertising and packaging.

## WHY It Matters

Our consumers are at the heart of everything we create. They trust our foods and how we portray them. We have to continue to earn that trust every day.

We strive to maintain high ethical standards when marketing our foods. We truthfully and accurately represent our products and avoid misleading impressions in our consumer-facing communications.

## WHAT It Means

We must:

- Market our foods in a manner that is truthful and not misleading.
- Ensure that every claim in our advertisements and marketing materials is adequately substantiated as required by law.
- Comply with all laws and regulations.

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**For more information, contact our Legal and Compliance Department for guidance.**



## If in doubt, ASK!

**Q.** I'm on a deadline to get advertising copy into a small online publication. My approach is exciting; I'm going in a new direction, and I've seen a draft food science report that supports my product claims. As it's not a major media outlet, can I go ahead without having the final report confirming the claims?

**A.** No. We **demonstrate a commitment to integrity** by ensuring that all advertising claims are substantiated in advance of their publication or broadcast, whether it's in print, online or through any another media. Fair and accurate advertising is important to comply with the law, and it's something our consumers count on.

# PROTECTING CONSUMER DATA

## If in doubt, ASK!

**Q.** We have a great new product we know is going to be a big hit and want to tell people about it. We have engaged a marketing vendor who has a list of email addresses of prospective consumers. Can we use the list for our marketing campaign to get the word out?

**A.** Maybe. It depends on the applicable legal requirements. Most countries have rules about whether and how email addresses can be collected, whether and what type of consent is needed from consumers to receive email, and when and how you can use emails for marketing purposes.



### HOW

#### We Do What's Right

**We respect the privacy of all individuals and take the necessary and legally required precautions to protect personal data.**

### WHY

#### It Matters

We are committed to keeping personal information private. Our consumers extend us trust when sharing their personal information. We must maintain that trust by protecting the privacy and security of this information.

### WHAT

#### It Means

We ensure consumer data is protected by:

- Always handling personal data responsibly and following all applicable privacy laws and company privacy policies.
- Collecting, using and processing personal data only for legitimate business purposes.
- Never releasing the personal information of others to anyone within Kellogg who does not have a clear business need to know and authorization to receive the information.
- Never releasing the personal information of others to third parties without a current contract with respect to such information or a legal requirement to do so.

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**For more information, contact our Legal and Compliance Department for guidance.**









**WE LIVE OUR VALUES.**

We compete vigorously and with integrity. We partner with those who demonstrate our values.

# LIVING OUR VALUES in

# OUR MARKETPLACE

We compete in a global marketplace with integrity and purpose. Our consumer-driven insights fuel our innovations and our quest to expand our global reach. By looking beyond the horizon, we can meet evolving needs in more ways and more places, embracing our truly global future while honoring our founder's century-old legacy for quality and foods that delight.

We can do this only by continuing to foster strong relationships with the business partners who support us. We seek business relationships based on trust, fairness and mutual advantage, especially as we expand into new global markets. We hold our business partners and their employees, representatives and subcontractors to the same high standards of business integrity to which we hold ourselves.

This section of the Code provides guidance in the following areas:

## **DOING BUSINESS GLOBALLY**

As a global company doing business around the world, Kellogg is committed to complying with applicable laws that govern international trade.

## **FAIR COMPETITION**

We seek to outperform our competitors fairly and honestly, achieving competitive advantage through superior performance and never through unethical or illegal business practices.

## **COMPETITIVE INTELLIGENCE**

To understand our global marketplace and to advance our business objectives, we believe it is important for us to understand our customers, our suppliers and the value proposition of our competitors.

## **FAIR PURCHASING**

We select business partners fairly and objectively to ensure the best value for Kellogg while protecting our reputation.

## **OTHERS' INTELLECTUAL PROPERTY**

At Kellogg, we safeguard others' intellectual property as we do our own.

## **RESPONSIBLE SOURCING & HUMAN RIGHTS**

Kellogg seeks to do business only with business partners who obey the law and operate fairly and ethically at all times.

## **BRIBERY & CORRUPTION**

At Kellogg, we base our business relationships on trust, transparency and accountability. We never offer or accept any form of payment or incentive intended to improperly influence a business decision.

## The K Values in Action

### **ACCOUNTABILITY**

Focus on finding solutions and achieving results.

### **PASSION**

Delight our consumers and serve our customers through the high quality of our products and services.

### **HUMILITY**

Never underestimate our competition.

### **SUCCESS**

Make the tough calls.



# DOING BUSINESS GLOBALLY

## If in doubt, ASK!

**Q.** I'm investigating new international markets. How can I find out where I am and am not permitted to do business?

**A.** Contact the Legal and Compliance Department for information on countries and persons affected by U.S. or other relevant country embargoes. **We value, promote and fiercely protect our reputation** throughout the world.

## Red Flags and Things to Watch For Regarding Boycotts

Contract language or business documents (like financial documents, shipping documents, checklists, etc.) that:

- Reference "The Arab League";
- Contain prohibitions to dealing with Israel or any other country;
- Appear to discriminate against a specific race, religion, gender or nationality;
- Seek information about business relationships with Israel or any other country; or
- Seek information about business relationships with "blacklisted countries".

### HOW

#### We Do What's Right

**As a global company doing business around the world, Kellogg is committed to complying with applicable laws that govern international trade.**

### WHY

#### It Matters

As Kellogg does business in more than 180 countries around the world, we are subject to numerous international trade laws. These laws can affect our ability to sell foods and conduct business with certain countries and individuals. The laws are complicated and may change, and penalties for violations can be severe, including fines, revocation of permits or even imprisonment. We have to take particular care in relation to import and export controls, trade sanctions and boycotts.

### WHAT

#### It Means

If you are involved in the sale, marketing, distribution or transportation of products, or the transfer of technology across international borders, you must:

- Be familiar with and comply with all applicable laws and company policies regarding international trade restrictions.
- Notify the Legal and Compliance Department if you receive any requests from customers, suppliers or others to participate in a boycott against individuals, companies or countries.
- Seek guidance from the Legal and Compliance Department if you have a concern about a trade-related issue.

# PROMOTING FAIR COMPETITION

## HOW We Do What's Right

We seek to outperform our competitors fairly and honestly, achieving competitive advantage through superior performance and never through unethical or illegal business practices.

## WHY It Matters

We compete for business aggressively but always honestly. We believe in free and open competition that is vigorous and principled. We recognize that laws that regulate competition and trade practices vary around the world. However, certain activities, such as price fixing, agreeing with a competitor to allocate customers or territories, and bid rigging, are always prohibited.

We comply with all applicable laws, rules and regulations that govern the way companies compete. These laws are designed to foster free and fair competition. Even the appearance of improper agreements with competitors can harm our reputation and risk legal action.

Antitrust/competition laws are complex and vary from country to country. Proven violations carry significant fines and even imprisonment and company discipline up to and including termination of employment.

## WHAT It Means

In relation to our competitors, we:

- Never discuss or reach agreements about any aspect of the following without written approval from our Legal and Compliance Department:
  - Pricing
  - Territories
  - Markets
  - Contracts
  - Production
  - Customers
  - Inventory
  - Costs
  - Capacity
- Immediately contact our Legal and Compliance Department if a competitor attempts to discuss any topic listed above.
- Conduct all relations with competitors, including social activities, as if they will be scrutinized by the government.
- Do not misrepresent product and price attributes or make false claims about competitors' offerings.

## If in doubt, ASK!

**Q.** I was recently at a trade association meeting and overheard one of our competitors talking about their pricing strategy. I immediately left the room. Was that the right thing to do?

**A.** Yes. Removing yourself from the meeting reduces the risk that someone might think you were trying to fix prices or engage in other inappropriate activity. Contact the Legal and Compliance Department immediately to report the incident and to receive instructions – and don't share the information with anyone else unless told otherwise. While we **never underestimate our competition**, we always **demonstrate a commitment to integrity and ethics** in the marketplace.







In relation to customers and suppliers, we:

- Do not offer or accept bribes or kickbacks.
- Never agree to establish the resale price of a product or to condition the sale of Kellogg products on the purchase of other Kellogg products without approval from our Legal and Compliance Department.
- Prevent overbilling and possible rebate abuses by refusing to bill sales to third parties at prices exceeding the established price for the product.
- Ensure that prizes provided in sales promotions and contests are won legitimately as the result of achieving criteria specified in advance and made available to the entire class of contestants.

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**For more information, contact our Legal and Compliance Department for guidance.**

## GATHERING COMPETITIVE INTELLIGENCE

### HOW We Do What's Right

**To understand our global marketplace and to advance our business objectives, we believe it is important for us to understand our customers, our suppliers and the value proposition of our competitors.**

### WHY It Matters

We are committed to pursuing innovative ideas that will move us forward. In today's highly competitive global marketplace, understanding our competition is increasingly important. While we may develop strategies based on information about our competitors and their products, we always obtain and make use of this competitive intelligence legally and ethically. We treat competitors' proprietary information as we would want them to treat ours.

### WHAT It Means

When gathering competitive intelligence, we act with integrity by:

- Using information from public sources such as advertisements, published articles, public records and brochures offered by competitors at trade shows.
- Never misrepresenting ourselves or using illicit means to secure information.
- Never seeking proprietary information about other companies from job applicants or Kellogg employees who previously worked elsewhere.
- Never accepting, sharing or using any information that may have been gathered improperly.

- Respecting requests for confidentiality from our business partners.
- Purchasing a competitor's product and asking the competitor questions about it as any other purchaser could do.

**For more information, review our [Competitive Information Policy](#) or contact our [Legal and Compliance Department](#) or our [Office of Ethics and Compliance](#) for guidance.**

# PROMOTING FAIR PURCHASING PRACTICES

## HOW We Do What's Right

**We select business partners fairly and objectively to ensure the best value for Kellogg while protecting our reputation.**

## WHY It Matters

Our reputation depends upon the quality, taste and dependability of the foods we make. We can count on trustworthy partners to provide the ingredients and other support we need reliably, safely and at a fair price.

## WHAT It Means

Those of us involved in purchasing and relationship management with business partners have the responsibility to follow these important guidelines:

- Treat all our suppliers and business partners with fairness and integrity, regardless of the value of the transaction or the length of the relationship.
- In choosing among competing suppliers, select those who best meet our business needs and objectives and be mindful of our commitment to diversity in our supplier base.
- Base your decision on objective criteria such as quality, price, service, reliability, availability, technical excellence and delivery as well as ethical business practices.
- Avoid conflicts of interest, or the appearance of them, which could raise a question about your ability to exercise independent judgment on our company's behalf.
- Do not accept from business partners anything other than nominal gifts, favors and entertainment (see Conflicts of Interest section on pages 19 and 22 for more information).
- Ensure all suppliers comply with our Global Supplier Code of Conduct.



## If in doubt, ASK!

**Q.** In order to be "fair," is Kellogg obligated to award its business to the lowest bidder who responds to an RFP (Request for Proposal)?

**A.** Not necessarily. To be sure, we always seek the best possible pricing when choosing among suppliers. However, there are other important considerations in an RFP selection process. For example, we want to do business with suppliers who share our commitment to quality and integrity. In some circumstances, we may determine that we need to pay more to ensure that level of supplier commitment.

# PREVENTING BRIBERY AND CORRUPTION

## Example of a Bribe

If a customer gives cash or other consideration to a company employee to get the employee to fulfill the customer's order ahead of other customers, that's a bribe.

## Example of a Kickback

If a supplier pays an employee a percentage of the supplier's sales to the company in return for the employee's assistance in steering business to the supplier, that's a kickback.

## If in doubt, ASK!

**Q.** During a company social event, a local government representative whose office approved our operating permits came over to me, expressed her delight at having Kellogg operating in her region and then handed me an envelope containing the curriculum vitae of her nephew. She then said, "Many of our young people are having a hard time finding jobs in our economy, and I thought you might be able to help. Of course, you are under no obligation." I reviewed it, and her nephew is qualified for a number of open positions. What should I do?

**A.** Contact our Legal and Compliance Department immediately. Situations like this need to be handled with care to avoid harmful legal repercussions.

## HOW

### We Do What's Right

**At Kellogg, we base our business relationships on trust, transparency and accountability. We never offer or accept any form of payment or incentive intended to improperly influence a business decision.**

## WHY

### It Matters

Kellogg prohibits all forms of corruption (bribery, kickbacks, fraud, etc.) because they harm not only our company and its reputation, but also the communities where we do business. Governments are taking steps to combat corruption, and many of the countries in which we do business have specific stringent laws against it. We do not tolerate corrupt practices in our business anywhere in the world.

This position not only aligns with the law but protects our reputation and enhances our stakeholders' confidence in our management practices.

Corruption is the abuse of entrusted power for personal gain. A bribe occurs when someone gives or promises another person something of value to obtain favorable treatment. Kickbacks involve giving or receiving personal payments as a reward for the awarding of a contract or other favorable outcome or business transaction. Bribes and kickbacks of any kind are unethical, violate this Code and are illegal.

In exceptional cases where employees face the imminent threat of physical violence or duress, we recognize there may be no safe alternative to making a payment. If it is possible for you to contact our Legal and Compliance Department first, you should do so. If not, you should do so as soon as practical afterward.

## WHAT

### It Means

We prevent bribery and corruption by:

- Never offering, promising or giving anything of value to a government official or anyone else in order to gain a business advantage.
- Never offering or accepting bribes or kickbacks.
- Recording all payments and receipts completely and accurately.
- Never using an agent or other third party to make improper payments that we cannot make ourselves.
- Avoiding facilitating or "grease" payments; they are generally prohibited even if they are legal under local laws.
- Following Kellogg policies related to giving and receiving gifts and entertainment.
- Only covering proportionate, reasonable, bona fide hospitality and business expenditures.

**Please also see the section on GIFTS AND ENTERTAINMENT on page 22. For more detailed guidance, contact our Office of Ethics and Compliance.**



## What is a facilitating payment?

Facilitating payments are typically small payments made to government officials to expedite or secure a non-discretionary, routine government action. By contrast, paying government taxes, fees and other legally required charges would not be considered a facilitating payment.

## Red Flags and Things to Watch for When Working with Third Parties

- Refusal to agree or adhere to our Global Supplier Code of Conduct.
- Not following laws or operating without required environmental permits.
- Refusal to certify compliance with anti-corruption requirements.
- Refusal to disclose relationships or interests involving government officials.
- Third party is related to a government official.
- Country has a reputation for corruption and bribery.
- Requests for commissions to be paid in a third-party country, to a third party, or in cash or untraceable funds.
- Heavy reliance by third party on political or government contacts as opposed to knowledgeable staff and investment of time to promote our company's interests.
- Vague, non-specific description for payments made in accounting entries.
- Documents conceal the true identify of an in-country representative or agent.
- Payment descriptions that do not correspond to the appropriate account.
- General purpose or miscellaneous accounts that can be used to hide improper payments.
- Over-invoicing or false invoices.





# SAFEGUARDING THE INTELLECTUAL PROPERTY OF OTHERS

## If in doubt, ASK!

**Q.** May I use information I learned from my former employer in my new role with Kellogg?

**A.** Maybe not. If that information is not generally known outside of your former employer and would give Kellogg a competitive advantage, that information is very likely a trade secret, and you may face civil and criminal prosecution if you disclose it. Check with the Legal and Compliance Department for guidance on what types of information can and cannot be used in your new role.



### HOW

#### We Do What's Right

At Kellogg, we safeguard others' intellectual property as we do our own.

### WHY

#### It Matters

We understand that unauthorized copying of others' protected works is impermissible and may create financial and legal liability for Kellogg. If we want to use the intellectual property belonging to someone else, we will obtain the necessary authorizations.

### WHAT

#### It Means

We safeguard the intellectual property of others by:

- Respecting others' trademarks, logos, names, designs and copyrights in our advertising, marketing and related materials.
- Respecting others' patent rights, trade secrets and proprietary information as we innovate internally and work with our partners.
- Following all applicable intellectual property laws.

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**For more information, contact our Legal and Compliance Department for guidance.**

# SOURCING RESPONSIBLY AND PROTECTING HUMAN RIGHTS

## HOW

### We Do What's Right

As a responsible, global corporate citizen, Kellogg seeks to do business only with business partners who obey the law and operate fairly and ethically at all times.

## WHY

### It Matters

Kellogg embraces its responsibilities as a global corporate citizen in an increasingly interconnected and interdependent world. We believe in acting with integrity and showing respect, and expect the same of those who want to do business with us. We expect our business partners to act ethically and protect the rights of workers, regardless of gender – even when local laws and customs permit unethical practices. We are committed to responsible and sustainable sourcing and expect our business partners to demonstrate their commitment to responsible and sustainable sourcing, as well.

We are committed to maintaining an ethical and transparent supply chain free of forced labor, including slavery and human trafficking.

Our position on human rights is compatible with the United Nations Universal Declaration of Human Rights and the core conventions of the International Labour Organization.

## WHAT

### It Means

Apart from doing the right thing ourselves, we must be vigilant and set the right example in our business dealings with other companies.

- If you deal with current or prospective suppliers, ensure their business practices comply with our Global Supplier Code of Conduct.
- Report to the Office of Ethics and Compliance any concern that a Kellogg business partner may be operating illegally or unethically, whether or not there's an imminent risk to the company's business or reputation.







**WE LIVE OUR VALUES.**

We are a preferred investment  
because we deliver the present  
while creating the future.



# LIVING OUR VALUES for OUR INVESTORS

W. K. Kellogg saw a better way – shaping our industry through a passion for people, and the goodness of food. And every day, we take the steps that show the way, with a vision for tomorrow and a plan to get there – together. Along the way, our investors put their trust in us to strive to deliver sustainable performance and create long-term value. We maintain that trust by always being honest, open, direct and reliable.

This section of the Code covers the following topics:

## **ACCURATE RECORDS & ACCOUNTS**

*We maintain complete and accurate records so that we make responsible business decisions and provide truthful, timely information to the investing public and various governments.*

## **OUR REPUTATION & OTHER ASSETS**

*We protect Kellogg Company's reputation and other tangible and intangible assets so that we can better serve our consumers and preserve value for our investors and other stakeholders.*

## **PROPRIETARY & CONFIDENTIAL INFORMATION**

*We must safeguard Kellogg Company's proprietary and confidential business information against unauthorized disclosure and misuse.*

## **EQUIPMENT, INFORMATION & COMMUNICATION SYSTEMS**

*We use company equipment and information communication systems responsibly.*

## **INSIDER DEALING & MARKET ABUSE**

*We never use or disclose material, non-public information about Kellogg or another company for the purpose of buying or selling securities; nor do we ever attempt to manipulate the price of publicly traded securities.*

## **INVESTOR & MEDIA INQUIRIES**

*At Kellogg, we speak with one voice when communicating to the media, financial analysts, investors and the general public.*

## The K Values in Action

### **INTEGRITY**

Demonstrate a commitment to integrity and ethics.

### **ACCOUNTABILITY**

Focus on finding solutions and achieving results.

### **PASSION**

Value, promote and fiercely protect our reputation.

### **SUCCESS**

Have a "can-do" attitude and drive to get the job done.

# CREATING AND MAINTAINING ACCURATE RECORDS AND ACCOUNTS



## Trade Loading or Channel Stuffing is Prohibited by Company Board Resolution

These practices, which are typically efforts to induce (through unusually large discounts, return rights, etc.) or otherwise encourage customers to purchase more product than is reasonably necessary for the customer's resale needs over a reasonable period of time, are prohibited.

### HOW We Do What's Right

We maintain complete and accurate records so that we can make responsible business decisions and provide truthful and timely information to the investing public and various governments.

### WHY It Matters

Business and financial records are essential to our business operations. We rely on the integrity and accuracy of those records, both for internal decision making and for the benefit of investors, government agencies, regulators and others to whom we report. Accurate and transparent record keeping protects our reputation, promotes organizational efficiency and helps us to meet our legal and regulatory obligations.

### WHAT It Means

All of us, not only those working in finance and accounting roles, have a responsibility to ensure the integrity, accuracy and effectiveness of our record keeping and must do so in the following ways:

- Record all assets, liabilities, revenues, expenses and business transactions completely, accurately, in the proper period and in a timely manner.
- Ensure that records and accounts conform to generally accepted accounting principles and our internal controls system.
- Never set up or maintain for any purpose any cash funds, other assets or liabilities that are secret or unrecorded.
- Do not participate in "trade loading" or "channel stuffing."
- Use thoughtful, appropriate and accurate wording when creating records, avoiding exaggeration, colorful language, guesswork, conclusions outside of your functional expertise and derogatory characterizations about people and their motives.
- Never conceal or destroy documents or records that are subject to investigation or may be used in an official proceeding.
- Maintain and destroy company records in compliance with our records management policy and record retention protocol.

**For more information, contact our Office of Ethics and Compliance for guidance.**

# SAFEGUARDING OUR REPUTATION AND OTHER ASSETS

## HOW We Do What's Right

We protect our reputation and other tangible and intangible assets so that we can better serve our consumers and preserve value for our investors and other stakeholders.

## WHY It Matters

Kellogg assets, acquired through our hard work, are essential to running our company profitably and successfully over the long term. We all share the responsibility to be good stewards of those assets, taking care to avoid loss, damage, waste and improper use.

## WHAT It Means

We are good stewards of Kellogg assets by:

- Safeguarding Kellogg assets entrusted to us personally or to which we have access;
- Taking reasonable care to prevent loss, damage, destruction, theft, unauthorized or improper use, or waste of Kellogg assets;
- Protecting, securing, retaining and destroying Kellogg information in accordance with corporate or local company requirements;
- Safeguarding data from unauthorized access, modification, duplication, destruction or disclosure, whether accidental or intentional;
- Protecting company information, both non-public and publicly available information, in which Kellogg has intellectual property rights;
- Using or authorizing the use of any Kellogg asset only for Kellogg business purposes, regardless of condition or value;
- Never taking, selling, lending, borrowing, giving away or disposing of Kellogg assets without proper authorization; and
- Reporting any concerns about the use, abuse or endangerment of Kellogg assets to Corporate Security.

## Our Company Assets

We must take care and use good judgment in relation to the following types of assets:

**Information assets** are any data relating to Kellogg's business, irrespective of how it is created, distributed, used or stored.

**Financial assets** are the company's money, financial instruments and anything that can be converted to money.

**Physical assets** are anything of a tangible nature provided by the company to employees for use in conducting Kellogg's business (e.g., computers, mobile phones, materials, tools, machinery, company vehicles, office equipment and supplies).

**Intangible assets** are things such as our reputation, ideas, inventions, improvements, intellectual property, registered and unregistered copyrights, trademarks, patents, and service marks or trade secrets conceived, developed or practiced.





# PROTECTING OUR PROPRIETARY AND CONFIDENTIAL INFORMATION

**We must safeguard Kellogg's proprietary and confidential business information against unauthorized disclosure and misuse.**

Proprietary information that Kellogg owns is a valuable asset, especially when it is confidential business information. Our company's proprietary information, especially our intellectual property (as described below), is vitally important in helping us develop new products and markets, attracting new customers and consumers, and maintaining our competitive advantage.

We must all help protect our confidential information by:

- Securing and limiting access to confidential information to those who need to know such information to do their jobs;
- Not talking about confidential information in public areas, such as planes, elevators and restaurants, whether in person or on mobile phones;
- Not working in a public place when there's a risk of such information being viewed by others;
- Never using confidential information for our own personal gain or to benefit anyone outside of Kellogg; and
- Remembering that the obligation to protect the company's confidential information continues after leaving Kellogg.

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**For more information, contact our Legal and Compliance Department for guidance.**

## If in doubt, ASK!

**Q.** Recently, I was having dinner at a restaurant with my old college roommate, whom I haven't seen for years. As we were catching up, he asked me which company I work for, and I proudly told him I work for Kellogg. He immediately told me about all the great Kellogg products he grew up consuming. In my excitement over his excitement, I mentioned a few of the great new products we will be launching in a few months. I told him not to tell anyone, and he promised he wouldn't. Was this okay?

**A.** Probably not. Unless the new products you mentioned had been previously announced by official company representatives, you inadvertently divulged confidential company information. While it is great to see your passion for our brands and products, we must always be careful about keeping confidential information to ourselves. In addition, you discussed confidential company information in a public place where you may have been overheard. Contact our Office of Ethics and Compliance so we can discuss next steps and develop a path forward.

## What Is Confidential Information?

- Proprietary information like recipes, formulas, etc.
- Trademarks, patents, trade secrets and other intellectual property
- Non-public financial information or projections
- New product or marketing plans
- Research and development ideas or information
- Manufacturing processes
- Detailed procurement information
- Salary data
- Employee lists
- Information concerning potential acquisitions, divestitures and investments
- Legal opinions and work product

# USING EQUIPMENT, INFORMATION & COMMUNICATIONS SYSTEMS RESPONSIBLY

**We use company equipment and information communication systems responsibly.**

We all must be prudent and responsible in our use of the company's information and communications equipment and systems. By using the security controls and measures established by Kellogg, we protect company information and data from accidental or unauthorized disclosure, misuse, improper alteration or destruction. Storage of company information on company-issued removable media, such as flash drives, must be encrypted by our IT Department. Storage of company information on personal removable media is not permitted.

Personal use of company telephones, computers, faxes, photocopiers and network bandwidth is acceptable if it is incidental, infrequent and permitted under local Kellogg policy. This privilege must not be abused. The same principle applies to use of our personal wireless devices during working hours because this potentially reduces bandwidth as well as productivity.

Personal use of company equipment is not acceptable if it:

- Significantly reduces the value of Kellogg assets;
- Incurs significant additional costs to the company;
- Places company information at risk;
- Interferes with our productivity; or
- Places Kellogg at risk of liability.

We recognize that we have no reasonable expectation of privacy when using company-provided services and equipment (except for that which is provided by local data privacy regulations). We understand that, in accordance with local laws and Kellogg policy, the company reserves the right to inspect its facilities and property, including but not limited to computers, telephone records, lockers, email, Internet usage, business documents, offices and other workspaces.

We strictly prohibit the use of Kellogg systems (including email, instant messaging, the Internet or Intranet) for activities that are unlawful, unethical or otherwise contrary to this Code or company policy. Usage will always be inappropriate if it involves:

- Pornographic, obscene, offensive, harassing or discriminatory content;
- Chain letters, pyramid schemes or commercial ventures;
- Gambling, auctions or games;
- Large personal files containing graphic or audio material;
- Unauthorized mass distributions;
- Violation of others' intellectual property rights; or
- Malicious software or instructions for compromising the company's security.

**To learn more about information assets and proper technology use, see the Kellogg IT Acceptable Usage Policy and contact our IT Department.**

## If in doubt, ASK!

**Q.** I recognize that malware is a huge problem, and after doing some research on my own, I've discovered a free application that protects computers from malware. I've loaded it on my home computer, and it works. Can I load it on my company computer?

**A.** No. Kellogg IT uses professional-grade software that has been tested for our IT environment. Feel free to contact IT with your suggestions, but do not load unauthorized software on your company computer.



# AVOIDING INSIDER TRADING AND MARKET ABUSE

## What Is “Inside” Information?

Material, non-public or “inside” information is information about any company that has not been made publicly available and that a reasonable investor would consider important when deciding to trade in the securities of that company.

Some examples include:

- Company financial results and dividends
- Significant management changes
- New business relationships
- New product launches
- Important developments in litigation
- Anticipated mergers, acquisitions or divestitures

## If in doubt, ASK!

**Q.** How does the guidance on insider trading affect my purchase of Kellogg stock?

**A.** Our employees, officers and directors are encouraged to invest in Kellogg by purchasing company stock. We may purchase Kellogg securities and exercise options granted to us as long as we are not aware of or do not base decisions on material inside information. Board members, executive officers and certain other individuals are subject to blackout periods during which they are prohibited from trading in Kellogg stock.

### HOW

#### We Do What’s Right

**We never use or improperly disclose material, non-public information about Kellogg or another company for the purpose of buying or selling securities; nor do we ever attempt to manipulate the price of publicly traded securities.**

### WHY

#### It Matters

We support fair, open securities markets and strive to preserve Kellogg Company’s reputation as a company that can be trusted to deal honestly, everywhere we do business. Insider trading and financial market abuse not only distort financial markets, they are illegal. Enforcement is rigorous, and penalties are severe.

Many of us have access to information about Kellogg that may not be known to the public. This is known as “inside information.”

### WHAT

#### It Means

We can help prevent insider trading and market abuse in the following ways:

- Never buy, sell or otherwise deal with shares in Kellogg or any other publicly traded company when you are in possession of inside information.
- Never buy or sell shares until inside information about the company or its securities becomes generally available and investors have had a chance to evaluate it.
- Do not disclose inside information to anyone outside Kellogg, including family members, relatives or friends.
- Only share inside information with fellow employees on a “need-to-know” basis.
- Take care to protect inside information from accidental disclosure.
- Avoid even the appearance of trading on inside information by refusing to engage in “short sales” or trade in puts, calls or other derivatives on Kellogg stock.
- Do not engage in “tipping,” which means directly or indirectly passing along material, non-public information about any company to anyone who may trade while aware of such information.
- Do not encourage others to trade on inside information.
- Never spread false information or do anything to manipulate the price of publicly listed securities.

**Insider trading rules are complex. When in doubt, review our Insider Trading Policy or contact our Legal and Compliance Department for guidance.**



# RESPONDING TO INQUIRIES FROM INVESTORS, ANALYSTS AND THE MEDIA

## HOW

### We Do What's Right

At Kellogg, we speak with one voice when communicating with the media, financial analysts, investors and the general public.

## WHY

### It Matters

Our customers, consumers and investors deserve accurate, clear, complete and consistent communications about Kellogg. To be sure that we comply with the law and protect our interests, only employees who are specifically trained and authorized to do so should represent Kellogg to the public or the media.

## WHAT

### It Means

If you receive an inquiry from outside the company and are not authorized to respond, you should:

- Be friendly and courteous;
- Do not speak or share information about Kellogg; and
- Refer the inquiry, as appropriate, to Corporate Communications through our Media Hotline at 269.961.3799 or [media.hotline@kellogg.com](mailto:media.hotline@kellogg.com) or to Investor Relations at [investor.relations@kellogg.com](mailto:investor.relations@kellogg.com).

**For more information, contact Corporate Communications or Investor Relations for guidance.**







**WE LIVE OUR VALUES.**

We use natural resources responsibly and support our communities.

# LIVING OUR VALUES in

# OUR COMMUNITIES

We manufacture and sell our foods globally. We embrace our role as a global corporate citizen. We take our environmental responsibilities seriously and we're honored to contribute to the communities in which we work and live. As highlighted in our Corporate Responsibility Report, we look for opportunities to create even better days and brighter futures for our consumers, employees, communities and the environment everywhere we do business.

How we live the K Values and hold ourselves to the standards in this Code will define the contribution we make to our communities and society. This section of the Code focuses on the following areas:

## **PROTECTING THE ENVIRONMENT**

*We are committed to building a more sustainable society by striving to minimize our environmental footprint and developing solutions that conserve resources and protect our planet.*

## **CONTRIBUTING TO OUR COMMUNITIES**

*We are committed to supporting the communities where our employees live and work, while also exploring ways to address broader challenges in society.*

## **POLITICS & GOVERNMENT AFFAIRS**

*We encourage our employees to participate in the political process as active citizens. As a company, we engage constructively with all governments in whose jurisdictions we operate.*

## The K Values in Action

### **PASSION**

Show pride in our brands and heritage.

### **HUMILITY**

Value openness and curiosity to learn from anyone, anywhere.

### **SIMPLICITY**

Seek to continually simplify and improve processes, procedures and activities.

### **SUCCESS**

Make people feel valued and appreciated.



# PROTECTING THE ENVIRONMENT

## HOW We Do What's Right

We are committed to building a more sustainable society by striving to minimize our environmental footprint and developing solutions that conserve resources and protect our planet.

## WHY It Matters

Kellogg has been committed to good stewardship of the environment since our founding more than 100 years ago. Today, it is widely agreed that humankind is using the Earth's natural resources faster than they can regenerate, and that everyone – including companies in every industry as well as consumers worldwide – needs to play a part in building a more environmentally sustainable society.

We have conducted a social and environmental sustainability assessment for our entire value chain to better understand risks and set priorities. We work with our growers and processors to optimize inputs and limit environmental impact without compromising our quality standards. Inside the company, we focus on reducing our energy and water usage as well as greenhouse emissions, using either 100-percent recycled paper fiber for our product packaging or certified sustainably grown packaging, and increasing the number of our zero-waste-to-landfill facilities.

## WHAT It Means

We must all contribute to our company's environmental stewardship efforts in the following ways:

- Comply with all applicable environmental laws and company policies.
- Meet the requirements of all environmental permits.
- Report to management any spills, leaks or unauthorized discharges.
- Be vigilant to ensure we do not use more energy or water than necessary.
- Ensure our supplier and business partners follow agreed-upon environmental standards.
- Minimize waste and recycle or find appropriate alternate uses for waste materials.
- Take personal actions such as turning off lights, using less paper, shutting off electronics and recycling; these small actions can make a big difference.

To learn more about our environmental initiatives, review our Corporate Responsibility Report at [www.kelloggcompany.com](http://www.kelloggcompany.com).



# CONTRIBUTING TO OUR COMMUNITIES

## HOW We Do What's Right

We are committed to supporting the communities where our employees live and work, while also exploring ways to address broader challenges in society.

## WHY It Matters

Our founder, W. K. Kellogg, was not just a great entrepreneur; he was also one of the great philanthropists of the 20th century. At Kellogg, we have a long history of investing in our communities. We believe in giving back in meaningful ways.

We strongly encourage each of our employees to become actively involved in their community by participating in initiatives that contribute to a better quality of life. We encourage employees to support our communities by volunteering and participating in charitable activities and professional development associations.

## WHAT It Means

We can contribute positively to our communities and society in the following ways:

- Honor our *K Values* and uphold the standards in this Code to ensure we always conduct our business ethically and in accordance with the law.
- Ensure that outside activities do not interfere with our job performance or create a conflict of interest.
- Obtain proper approval before donating company funds or making contributions in Kellogg Company's name.
- Verify that company charitable contributions comply with applicable laws.
- Never pressure others to contribute to charitable organizations or other community causes.

## If in doubt, ASK!

**Q.** I regularly volunteer at a local homeless shelter. Since Kellogg advocates for the hunger needs of children, can I represent to the shelter that my service is being provided on behalf of Kellogg?

**A.** Kellogg values and praises community involvement by our employees. **We make people feel valued and appreciated** and especially want to encourage your involvement in social issues that the company supports. However, you must seek permission before presenting yourself as a company representative.



# PARTICIPATING IN POLITICS AND GOVERNMENT AFFAIRS

## If in doubt, ASK!

**Q.** I am a volunteer for a political campaign. Because traffic can be so bad after work, can I stay in and use my computer to work on some campaign materials?

**A.** No. While we support everyone's right to participate in the political process, you **act with integrity and show respect** by using your own resources and time for personal political activities.

**Q.** I attended a conference and met an attendee who gave me his business card. He works at a government agency that is studying a new regulation that might impact our business prospects in an important new market. Can I call him and ask to set up a meeting?

**A.** In this situation, you should first reach out to our Government Relations Department to help you evaluate local lobbying laws and provide you with useful research and strategies to tackle the regulatory issues. **We are all accountable** for understanding the laws and regulations that apply to our business.

### HOW

#### We Do What's Right

We encourage our employees to participate in the political process as active citizens. As a company, we will engage constructively with all governments in whose jurisdictions we operate.

### WHY

#### It Matters

As a company, we believe that an active, inclusive and fair political process promotes open government and healthy, productive societies.

### WHAT

#### It Means

Whether participating in the political process as individuals or as a company, or engaging with governments, there are standards to which we must hold ourselves, which are covered below.

## PERSONAL POLITICAL ACTIVITY

**Kellogg encourages individual participation in civic and political activities, including holding political office.**

Each of us has the right to participate in the political process and engage in political activities. It is important to:

- Make it clear that your political views and actions are your own, and not those of Kellogg.
- Inform our Government Relations Department when considering running for political office and following your appointment or election, as this will help to avoid any potential conflicts of interest.



# CORPORATE POLITICAL ACTIVITY

**Wherever we do business, we comply with federal, state and local political campaign finance and election laws.**

Employees may not make any direct or indirect political contribution or expenditure on behalf of Kellogg or with company funds unless permitted by applicable law and approved in advance by the Legal and Compliance Department and Government Relations Department. This applies to any political party, candidate, campaign or public official.

Political contributions or expenditures include:

- Buying tickets for a political fundraising event.
- Loaning personnel during working hours for fundraising activities.
- Paying for advertisements and other campaign expenses.

## LOBBYING

**Kellogg will never apply, or attempt to apply, improper influence on any government agency, representative or legislator to produce an outcome favorable to Kellogg.**

Lobbying is a legitimate pursuit for companies, but it can involve many kinds of activities that may require public disclosure and reporting requirements that are subject to specific rules. You may be engaged in lobbying if your work involves:

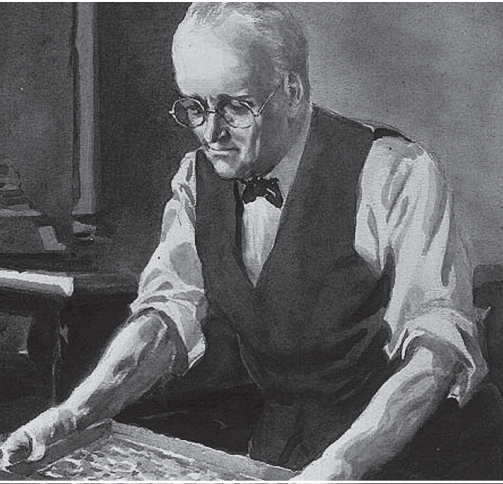
- Contacts with legislators, senior regulatory officials, executive branch officials or their staffs;
- Government contract sales; or
- Efforts to influence legislative or administrative action.

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**You must discuss these activities with our Government Relations Department to determine whether disclosure or other rules apply. Obtain advice from our Legal and Compliance Department before offering or giving hospitality, gifts, favors and entertainment to a government official - see page 22 (Gifts and Entertainment) and pages 36-37 (Preventing Bribery and Corruption).**



# W. K. KELLOGG: A LEGACY OF INTEGRITY



**Our company founder, W.K. Kellogg, invested in people, relationships and the promise of tomorrow – leaving us a lasting legacy of integrity, of doing business the right way.**

- When other companies tried to strike the sharpest bargains with their distributors, Mr. Kellogg instituted a practice whereby every distributor would get the same favorable arrangements.
- During the Great Depression, when meaningful employment was hard to come by and taking care of your family's needs was a daunting task, Mr. Kellogg reduced hours and created more shifts so more people could work and support their families.
- During a particularly profitable year, when other corporate leaders were focusing on amassing fortunes, Mr. Kellogg invested his corporate profits in people.
- During his lifetime, Mr. Kellogg became one of the world's wealthiest men. But he used his wealth to better the lives of millions of people by establishing the W. K. Kellogg Foundation. Today, communities, families and children worldwide continue to benefit from his generosity and philanthropy.



Integrity can be defined as doing the right thing, and Mr. Kellogg embodied this virtue. He taught us that the best way to harvest the promise of tomorrow is to stand on a solid foundation of values today. This legacy of integrity still guides our culture and our approach to business; it inspires us to live our values with every decision we make and every action we take on behalf of Kellogg Company – everywhere, every way, every day.

When we're guided by values, rather than blindly following rules, we understand the **why** as well as the **what**. And when we see the bigger picture, we think more broadly, beyond ourselves, beyond the limits of what any of us can do on our own. The guidance in this Code is meant to help us support each other in delivering today while creating the future – for those who count on Kellogg Company to honor our founder's legacy for another hundred years:

## **Our People**

We act with integrity. We treat each other with fairness and respect.

## **Our Consumers**

We delight our consumers with safe, high-quality, great-tasting foods.

## **Our Marketplace**

We compete vigorously and with integrity. We partner with those who demonstrate our values.

## **Our Investors**

We are a preferred investment because we deliver the present while creating the future.

## **Our Communities**

We use natural resources responsibly and support our communities.

# GLOBAL ACCESS NUMBERS FOR OUR ETHICS ALERTLINE

Our Ethics Alertline offers a confidential way to answer your questions and respond to your concerns in relation to ethics, compliance or any other requirements in our Code.

The Alertline is operated for Kellogg by a third-party, confidential reporting company and is **available for you anytime day or night, every day of the week**.

If you would like to use the Alertline, please call the number below that corresponds with your location. Your call will be answered in your local language. The operator will listen to your concern or inquiry, ask you clarifying questions, if necessary, and then write a summary report of the call. The summary will then be provided to the Office of Ethics and Compliance for assessment and further action, as appropriate.

Country/Provider	Access Code*	Toll-Free Number
Australia - Telstra	1-800-881-011	888-292-7127
Australia - Optus	1-800-551-155	888-292-7127
Belgium	0-800-100-10	888-292-7127
Canada		888-292-7127
China, North - Beijing CNGC	108-888	888-292-7127
China, North - Beijing CNGC - Mandarin	108-710	888-292-7127
China, South - Shanghai - CT	10-811	888-292-7127
China, South - China Telecom - Mandarin	108-10	888-292-7127
Columbia, English	01-800-911-0010	888-292-7127
Columbia, Spanish	01-800-911-0011	888-292-7127
Ecuador - Andinatel	1-999-119	888-292-7127
Ecuador - Pacifictel	1-800-225-528	888-292-7127
Ecuador - Pacifictel, Spanish	1-800-999-119	888-292-7127
France		0800-91-6630
Germany	0-800-225-5288	888-292-7127
Guatemala	999-910	888-292-7127
India	000-117	888-292-7127
Ireland	1-800-550-000	888-292-7127
Italy	800-172-444	888-292-7127
Japan - KDDI	00-539-111	888-292-7127
Japan - Softbank Telecom	00-663-5111	888-292-7127
Japan - NTT	0034-811-001	888-292-7127
Korea, Republic of - Korea Telecom	00-729-11	888-292-7127
Korea, Republic of - ONSE	00-369-11	888-292-7127
Korea, Republic of - Dacom	00-309-11	888-292-7127
Mexico	01-800-288-2872	888-292-7127
Mexico	1-800-462-424	888-292-7127
Mexico, Spanish - Pro Cobrar	0 1-800-1122-2020	888-292-7127
Mexico, Spanish	1-800-658-5454	888-292-7127
Puerto Rico		888-292-7127
Russia	8* 10-800-110-1011	888-292-7127
Singapore	800-011-1111	888-292-7127
South Africa	0-800-99-0123	888-292-7127
Spain	900-99-0011	888-292-7127
Switzerland	0-800-890011	888-292-7127
Thailand	1-800-0001-33	888-292-7127
Turkey	0-811-288-0001	888-292-7127
United Kingdom - British Telecom	0-800-89-0011	888-292-7127
United Kingdom - NTL	0-800-013-0011	888-292-7127
United Kingdom - C&W	0-500-89-0011	888-292-7127
United States		888-292-7127
US Virgin Islands		888-292-7127
Venezuela	0-800-225-5288	888-292-7127

For the most current list of AT&T Access Codes, visit [www.business.att.com/bt/access.jsp](http://www.business.att.com/bt/access.jsp).

## You may contact the Office of Ethics and Compliance in any of these ways:

### Ethics Alertline

Refer to the list of numbers on this page.

### Email

[ethics.office@kellogg.com](mailto:ethics.office@kellogg.com)

### Fax

U.S. access code  
+ 269-660-4156

### Mail

Office of Ethics and Compliance  
Kellogg Company  
One Kellogg Square  
P.O. Box 3599  
Battle Creek, MI 49016-3599

### Web

<https://www.tnwgrc.com/Kellogg>



**Our Vision:**

To enrich and delight  
the world through  
foods and brands  
that matter.

**Our Purpose:**

Nourishing families  
so they can flourish  
and thrive.



Kellogg Company  
One Kellogg Square  
P.O. Box 3599  
Battle Creek, MI 49016

September 2013

*Kellogg's*