



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

Emerging  
growth o  
company

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

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

(d) On February 21, 2019 the Board of Directors of Kellogg Company (the “Company”) elected Erica Mann as a director. Ms. Mann’s initial term expires at the 2019 annual meeting of shareowners. Ms. Mann will join the Audit Committee.

On February 21, 2019, the Board of Directors also elected Roderick Gillum as a director. Mr. Gillum’s initial term expires at the 2019 annual meeting of shareowners. Mr. Gillum will join the Social Responsibility and Public Policy Committee and the Manufacturing Committee.

Ms. Mann’s and Mr. Gillum’s compensation will be similar to other non-employee directors of the Company, which is described in the Company’s proxy statement filed with the SEC on March 7, 2018.

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SIGNATURES

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

KELLOGG COMPANY

Date: February 22, 2019

/s/ Gary H. Pilnick

Name: Gary H. Pilnick

Title: Vice Chairman