



# Living Our Values

Kellogg Company's Global Code of Ethics

*Kellogg's*



# Our Core **STANDARDS**

## **K Values™**

### **INTEGRITY**

We Act with Integrity and Show Respect

### **ACCOUNTABILITY**

We Are All Accountable

### **PASSION**

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

### **HUMILITY**

We Have the Humility and Hunger to Learn

### **SIMPLICITY**

We Strive for Simplicity

### **RESULTS**

We Love Success

## **Global Code of Ethics Principles**

### **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.



# Message from **STEVE CAHILLANE**

Dear Colleagues,

If you are reading this, you are part of a more than 115-year Kellogg legacy of doing what's right. Inspired by our founder, W.K. Kellogg, we work every day to pursue our vision of a good and just world, purposefully creating better days and a place at the table for everyone. We do this through our trusted food brands, environmental and social consciousness and a relentless commitment to living our values.

The responsibility to protect our long-standing reputation falls to each of us. This means performing our jobs to the best of our abilities. It also means acting with the utmost integrity in everything we do. When we act with integrity we foster a safe, respectful, equitable and inclusive workplace. A healthy workplace and culture is the foundation on which we can build healthy relationships with our consumers, our investors, our marketplace, our communities and with each other. Our continued success starts with every one of us making the right decisions, every day.

That's what our global Code of Ethics is all about. Our Code establishes a shared set of values and policies to which all of us are expected to adhere. Please read it carefully. Let it guide your actions and interactions with others. Speak up if you suspect any violation of its principles. Seek help if you are ever in doubt as to what our Code says, what actions are appropriate or what your duties are in upholding the Code.

Thank you for taking the time to read our Code of Ethics, and for using the information found here to help make Kellogg even better and stronger. Your dedication to our values has never been more vital to our continued success.

Sincerely,



**Steve Cahillane**

Chairman and Chief Executive Officer



**Our Vision:**

A good and just world where people are not just fed but fulfilled.

**Our Purpose:**

Creating better days and a place at the table for everyone through our trusted food brands.

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

  - Relatives and Friends*

We avoid situations where our judgment and decision-making could be influenced by close personal or family relationships.
  - Personal or Close Relatives’ Investments*

We ensure that our investments and those of our close relatives do not create conflicts of interest that could affect our objectivity and judgment when making work decisions.
  - Outside Employment and Other Activities*

We each give our best effort every day at Kellogg. We do not allow outside jobs or other activities to hinder our contributions to Kellogg.
  - Corporate Opportunities*

We share knowledge of opportunities we uncover and discoveries we make at work. This lets us better pursue our goals as a company and serve those who count on us.
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We do not give or receive inappropriate gifts, favors and entertainment.

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

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

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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.

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We safeguard others' intellectual property as we do our own.

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

## Living Our Values for OUR INVESTORS

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

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We protect Kellogg's reputation and other tangible and intangible assets. We do so to better serve our consumers and preserve value for our investors and other stakeholders.

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

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We use company equipment, information and communication systems responsibly.

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We never use or improperly disclose material, nonpublic 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.

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

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We are committed to building a more sustainable society. This means minimizing our environmental footprint and developing solutions that conserve resources and protect our planet.

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

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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.

#### *Personal Political Activity*

We encourage individual participation in civic and political activities, including holding political office.

#### *Corporate Political Activity*

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

#### *Lobbying*

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

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# 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. The cereal industry was born.

Today, Kellogg Company ("Kellogg") pursues its Vision and Purpose in more than 180 countries. At the same time, the world has never been more interconnected. This means the actions of a single individual can affect more people in more ways than ever before in a matter of seconds. This creates huge opportunities for Kellogg—but also risks. It's why we must be more focused than ever on HOW We Do What's Right.

When it comes to doing the right thing, our K Values™ are the foundation. They 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.

We named our Global Code of Ethics *Living Our Values* because the K Values™ are essential to our individual and collective success. We embody these values in our daily decisions and actions. This helps us achieve sustainable business success and maintain a strong reputation. The Code contains important information and 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. These headings represent our key stakeholders—those who have a stake in or are 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 this way for ease of reference. They are not mutually exclusive, since some topics may apply to more than one group.

Each topic is divided into three sections:

### **HOW** We Do What's Right

A summary of the essence of our approach to doing business. This 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. This helps us avoid unwanted risk and contributes to our company's long-term sustainability and growth.

### **WHAT** It Means

The practical implications of the relevant standard. This is how we behave to meet or exceed our expectations and those that others have of us.

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

## Note: Policies in the Code

If you are an employee and need to access a specific policy mentioned in the Code:

- For HR policies, go to myHR and visit Policies & Information.
- For Information Security policies, visit K Connect > Information Technology > Quick Links > IT Policies.
- For Global Corporate Affairs and the Government Relations Department, visit K Connect > Government Relations.





# Everyone, Everywhere, Every Day

Our reputation and success depend upon the decisions and actions of our people, all over the world. Every action we take should honor our K Values and be in full compliance with the law and our Code.

## Everyone's Responsibilities

As employees, we are all responsible for how Kellogg does business and the impact Kellogg has around the world. We uphold a legacy of integrity through the right behaviors, which always involve:

- Acting with integrity: honoring our commitments, upholding our 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 honestly with all stakeholders and maintaining transparency in our decision-making.

We seek guidance as needed and report actual or suspected violations of our Code, company policies and the law (see [How We Uphold the Code](#)).

## Special Responsibilities for Leaders and Managers







All employees are required to act with integrity, show respect and build trust. Additionally, leaders and managers have special responsibilities under our Code. If you lead or supervise others, Kellogg requires you to demonstrate ethical leadership with the following actions:

1. Foster a positive work environment in which only legal, ethical and responsible behaviors are acceptable. Bear this in mind when you hire, promote or delegate.
2. Model appropriate behaviors in line with our Code and K Values.
3. Communicate the importance of ethically sound business practices. Discuss the ethical and legal implications of business decisions.
4. Provide employees with training and development to guide their performance, enhance their capabilities and grow their careers.
5. Use our performance review process to evaluate employees on what business objectives they achieve and how.
6. Identify and mitigate ethics and compliance risks, as well as other business risks.
7. Respond in a timely way to those who seek advice or raise concerns. Help them feel secure and at ease.
8. Keep commitments and manage employees' expectations.
9. Expect accountability among all employees, regardless of position or job title.
10. Manage conflicts of interest 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 to make decisions we can be proud of. Such decisions lead to behaviors that are legal, ethical and responsible.

Use this Decision Tool to navigate the gray areas of business and ensure we make the best choices.

<p><b>CAN</b> <b>We Do It?</b> Is it permitted by Law?</p> <p> <b>Not Sure?</b></p> <ul style="list-style-type: none"> <li>• Consult with others</li> <li>• Contact Legal for guidance</li> </ul>	<p> <b>No</b></p> <ul style="list-style-type: none"> <li>• Don't Do It</li> </ul>
<b>Yes</b>	
<p><b>SHOULD</b> <b>We Do It?</b> Is it ethical and consistent with our K Values, our Code and company</p> <p> <b>Not Sure?</b></p> <ul style="list-style-type: none"> <li>• Consult with others</li> <li>• Contact <a href="#">myHR</a>, local HR or the <a href="#">Office of Ethics and Compliance</a> for guidance</li> </ul>	<p> <b>No</b></p> <ul style="list-style-type: none"> <li>• Don't Do It</li> </ul>
<b>Yes</b>	
<p><b>HOW</b> <b>Do We Do It?</b> Will it enhance our culture and reputation and benefit our stakeholders?</p> <p> <b>Not Sure?</b></p> <ul style="list-style-type: none"> <li>• Consult with others</li> <li>• Discuss with your manager for guidance</li> </ul>	<p> <b>No</b></p> <ul style="list-style-type: none"> <li>• Don't Do It</li> </ul>
<b>Yes</b>	
<ul style="list-style-type: none"> <li>• Proceed with Confidence</li> </ul>	

## Responsibilities of Suppliers and Other Business Partners

We work with business partners who share our values and our approach to doing business. We expect these business partners to understand and act consistently with the standards set out in our [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 fair and consistent manner.

## The Importance of Seeking Guidance and Speaking Out

At Kellogg, we maintain a culture where our ideas and concerns are encouraged, acknowledged and considered. This gives us the freedom to be at our best, extend and build trust, and demonstrate ethical leadership. If you have a concern about a business situation, there are a number of resources available to you.

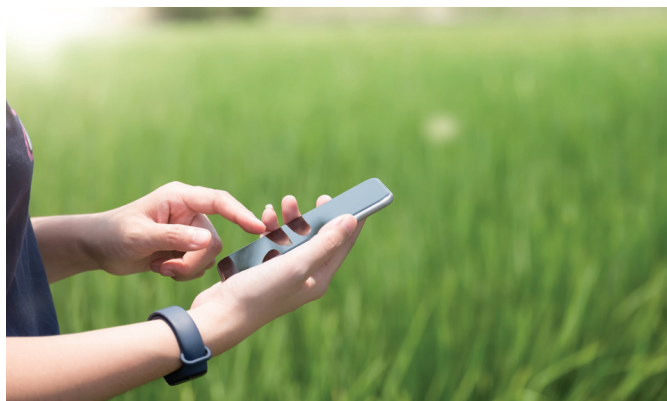
## Seeking Guidance

You should always feel free to go to your manager with a question or concern. He or she is likely to have insight and experience in the matter and can seek expert assistance if necessary. You can also consult with the departments that provide oversight for the policy or law in question, the [Human Resources Department \(myHR\)](#) 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 that:

- Provides guidance and clarifies how to apply the Code or a company policy to our business activities.
- Provides ethics and compliance training.
- Receives 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 Line

See [Ethics Line Global Access Numbers](#) on the last page of the Code.

### Email

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

### 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 Line

If something does not feel or look right, each of us should feel empowered to act. If you are concerned about a possible violation of the Code, company policy or the law, you are required to notify at least one of the following:

- Your manager (provided your manager is not involved in the potential violation),
- [Human Resources \(myHR\)](#),
- 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 you wait to address a concern, the worse it may become.

It is helpful when you identify yourself. This enables us to follow up and provide feedback when appropriate. You may also report any actual or suspected violations anonymously by contacting the Ethics Line. Our Ethics Line is maintained by a third-party confidential reporting company. Its representatives will forward your concerns to our [Office of Ethics and Compliance](#) for investigation. Reports submitted will be handled promptly and discreetly. We will maintain confidentiality to the greatest extent possible.

See [Ethics Line Global Access Numbers](#).

## Retaliation Is Strictly Prohibited

We support honest and open communication and encourage our employees to report concerns. We will not tolerate retaliation against anyone who discloses actual or suspected violations. Retaliation will result in disciplinary action up to and including termination of employment.

For more information, see the Ethics and Compliance **Anti-Retaliation Policy**.

## Investigations

We investigate reports of actual or suspected Code violations promptly. All employees are required to cooperate fully in any Kellogg investigation. The existence and details of an investigation will be kept confidential and shared only with individuals with a reasonable and actual need to know. Individuals who have knowledge of and participate in such investigations must also keep such investigations confidential. This safeguards the integrity of the investigation, protects witnesses and secures relevant evidence. We protect the confidentiality of the reporting source.

Our investigations seek to identify and address misconduct. This is done while preserving the dignity of those involved, consistent with our K Values and our 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: Recommend corrective actions to appropriate managers for implementation (if necessary).
- Feedback: Provide general feedback to the person who raised the concern (if appropriate).

## Government Investigations

Though unlikely to occur, we must know how to respond to a government request for information or investigation. We must cooperate lawfully and provide truthful and accurate information. It is important to seek advice from the Legal and Compliance Department before responding to a nonroutine request for information. This will ensure that we act appropriately while protecting Kellogg Company's legitimate interests.

## Disciplinary Action

All employees are required to comply with our Global Code of Ethics. Failure to comply with the Code, company policies and applicable laws can result in disciplinary action. This can include 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 to mitigate hardship may be sought.

For senior financial and executive officers or directors, any waiver or amendment 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 the 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 drive positive change by seeking opportunities to grow personally and professionally. Our managers and colleagues support this growth. We deserve 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. Doing so allows us to support each other and build a culture where everyone can thrive.

### **SAFE & HEALTHY WORKPLACE**

We are committed to maintaining a safe and healthy workplace. Our colleagues, business partners, visitors and communities deserve no less.

### **DIVERSITY & INCLUSION**

We believe in the power of people. We 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 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 act in the best interests of the company rather than for personal gain.



#### **INTEGRITY**

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

#### **ACCOUNTABILITY**

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

#### **PASSION**

Promote a positive, energizing 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

## HOW We Do What's Right

We are committed to maintaining a safe and healthy workplace. Our colleagues, business partners, visitors and communities deserve no less.

## WHY It Matters

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

We make health and safety a daily priority by observing the health and safety rules of our job. All of us must take precautions to protect ourselves, our colleagues and our visitors. We also observe environmental laws. This ensures that our actions do not harm the environment and communities where we live, work and source.

To perform at our best every day, we 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. Such actions 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 allowing, directing or ignoring unsafe acts on the job.
- Knowing and complying with occupational health and safety laws and related company policies.
- Watching out for each other and helping others avoid unsafe conditions or behaviors.
- Reporting unhealthy or unsafe conditions or behaviors. This applies especially to 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 we believe a colleague 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 carrying 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 a health or safety concern or participates in an investigation of these concerns.

For more information, contact the [Office of Ethics and Compliance](#).

## If in doubt, ASK!

**Q.** I have a safety concern. 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. I'm currently taking medication that may cause certain side effects, such as drowsiness. Do I need to tell my supervisor?

**A.** Yes. Employees who are using prescription or nonprescription drugs may have impaired alertness or judgment. This can jeopardize their safety and that of their colleagues. So, you should inform your 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.

# Valuing Diversity and Inclusion

## HOW We Do What's Right

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

## WHY It Matters

Diversity fuels innovation, insights into our consumers and a competitive advantage in the global marketplace.

Every one of our employees and applicants for employment is guaranteed the same fair treatment. We value individuals of diverse backgrounds, approaches and ideas, and we demonstrate this by seeking to develop and retain a diverse workforce. Promoting these views and practices with those companies and individuals with whom we do business is always a priority.



## WHAT It Means

- We treat each other with dignity and respect.
- We foster an atmosphere of open and candid communication.
- We hire and promote based on qualifications, skills and achievements.
- We do not discriminate.
- We expect our business partners to behave consistently with and to respect our fair treatment and equal opportunity standards.
- We are courageous and speak up when we observe actions and behaviors that are not consistent with our values.
- We comply with all applicable labor and employment laws.

For more information or guidance, contact the [Office of Ethics and Compliance](#).

## If in doubt, ASK!

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

**A.** No. To deny an applicant a job based on 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 value all individuals for their diverse backgrounds, approaches and ideas. Our stakeholders expect nothing less.



# Preventing Harassment and Discrimination

## HOW We Do What's Right

We maintain a work environment based on dignity and respect and 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 lets us grow and thrive together.

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

## 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.
- We have zero tolerance for unwanted verbal or physical conduct (sexual or otherwise). This includes degrading and disparaging jokes related to race, color, age, gender, sexual orientation and any other categories protected by law.
- We report instances of harassment to our manager, [myHR](#) or Local [HR](#), the [Legal and Compliance Department](#), the [Office of Ethics and Compliance](#) or any member of management.
- We take harassment claims seriously and will investigate them. For more information, contact the [Human Resources Department](#).

## 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 your coworker is offended, encourage her to let these women know their humor isn't welcome. If she's reluctant, inform a manager about the situation or report it yourself. At Kellogg, we personally commit to the success and well-being of teammates.

### Examples of Harassment:

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





# Protecting Personal Information

## HOW We Do What's Right

We protect the confidentiality of our colleagues' personal, medical, family and financial information. We do this by not disclosing such information to anyone, internally or externally, other than those with a need for such information and when we are legally permitted to do so. When we transfer this information to those with a business need, we do so securely, following the methods required by the **Information Security** and **Legal and Compliance** teams.

## WHY It Matters

Kellogg collects, stores, uses and shares personal information to run our business, comply with legal requirements and administer benefits. We use that information only as needed for relevant business purposes and share with those only on a need-to-know basis. We handle this data in accordance with the **Human Resources Data Privacy Policy**, the **Information Security policies** and applicable local data privacy laws. These are designed to protect information from improper disclosure. All information relating to employment candidates and the employment or employment history of current or former colleagues is subject to the **Human Resources Data Security Policy**.

## WHAT It Means

We protect colleagues' personal information in the following ways:

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

For more information or guidance, review the **Human Resources Data Privacy Policy** and/or the **Information Security policies** or contact [myHR](#).

### 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 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.

**Q.** My coworker is having trouble accessing a file in our systems. I can get to this information. Is it okay to just download it and email it to her or put it on a shared drive?

**A.** No. Kellogg IT Security uses access controls mechanisms to ensure that data is accessible only to those who need it for their individual job function. This helps ensure appropriate segregation of duties and helps protect our valuable information from accidental or even intentional loss and disclosure. If your coworker has a valid business need for this data, she must submit a request to obtain the needed access.

**Q.** I have a very large file I need to send to one of our business partners. I think it might be too large to send via email, so I would like to load it to a cloud storage service so the business partner can retrieve it. Am I allowed to do this?

**A.** No. Please contact Kellogg IT Security to identify the Kellogg preferred application used for sharing large files with external parties or to identify an alternative sharing method. Files should be sent via email only if the information they contain is appropriate to send via email; please refer to our data classification policy, and if you are ever in doubt, reach out to Kellogg IT Security.

All Kellogg data must be protected based on its classification level; this includes data at rest (data that is currently being stored), in use and in transit (data that is being transmitted between systems). Depending on the classification of the data being shared, IT Security will help to protect it accordingly.

# Engaging in Social Media

## HOW We Do What's Right

We have a shared identity as Kellogg employees. 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. This means our communications can affect millions of people, for better or for worse. Everything we say and do affects our reputation. This power brings additional responsibility.

We recognize the growing importance of social media. We believe it can be a great vehicle for communicating our passion and knowledge to our customers.

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 the **Global Social Media Policy**.
- Distinguish clearly between authorized business communications and personal communications.
- When endorsing our company and its products, identify ourselves as Kellogg employees, and do not comment on competitors or their products and services without identifying ourselves.
- Ensure that our time and effort spent with social media do not interfere with our work commitments.
- Never disclose confidential, proprietary or privileged information.
- Do not make false statements or statements that violate the law.

Use your best judgment and exercise personal responsibility to avoid any unintended consequences.

For more information or guidance, see the **Global Social Media Policy** or contact the [Office of Ethics and Compliance](#).

## 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. When online, being transparent about company connections is good etiquette and consistent with our 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."

## Examples of Social Media:

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



# 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

Every choice we make is a chance to make people feel even better about one of the world's most trusted brands. It's important to make business decisions based on the merits, the K Values and the best interests of Kellogg.

## WHAT It Means

Our Code 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 Conflict of Interest Quick Test (below) to determine if there might be a conflict of interest.

Conflicts of interest can be avoided or addressed when promptly disclosed and properly managed. If you're in a situation where 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.

For more information or guidance, review the **Conflict of Interest Policy** or contact the [Office of Ethics and Compliance](#).

### 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, it's probable 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 situations where our judgment and decision-making could be improperly influenced by personal or family relationships.

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

- Supervise, audit, evaluate or manage the performance of someone, directly or indirectly, with whom you have a close personal or familial relationship.
- Place colleagues who have a romantic or family connection in a reporting relationship.
- Be involved in or influence the selecting or hiring of someone with whom you have a close personal or familial relationship.
- Participate in the selection or relationship management of a business partner/vendor if the firm employs someone with whom you have a close personal or familial relationship.

## Avoiding Conflicts of Interest, **continued**

### 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, 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 must disclose to their manager any awareness of a business entity that employs or is owned (even in part) by a close relative and seeks to do business or compete with Kellogg.

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

If you are in any doubt, contact the [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; step, adoptive, and foster relationships; or an individual who resides in your home.

### Outside Employment and Other Activities

We give our best effort every day at Kellogg. We do not allow outside jobs or other activities to hinder our contributions to 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 if they 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.
- Create any other kind of conflict of interest.

### Corporate Opportunities

We share knowledge of opportunities we uncover and discoveries we make at work. This lets us better pursue our goals as a company and serve those who count on us.

Working for Kellogg, you may sometimes 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 Kellogg property, information or your position.
- Use Kellogg property, information or your position for improper personal gain.
- Compete with Kellogg, either directly or indirectly.

### If in doubt, **ASK!**

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

**A.** Yes. Spending 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 volunteer with a local food bank that lists Kellogg as a donor, and it offered me a part-time position. Can I take the job, if it doesn’t cut into my working hours?

**A.** Probably. We encourage charitable and civic work. But because the nonprofit 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. Doing so can promote goodwill and enhance business relationships. However, gifts, favors and entertainment should never affect, or appear to affect, our impartial business decision-making. Nor should these things 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, or damage our reputation.

Business gifts, favors and entertainment are generally acceptable if 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 an obligation on the recipient.
- Not likely to inappropriately influence their business decision.
- Not taking advantage of our position with vendors and other business partners.

See [Preventing Bribery and Corruption](#).

Special rules apply when offering gifts, favors and entertainment to government officials and employees of state-owned entities. You should obtain advice from the [Legal and Compliance Department](#) or the [Office of Ethics and Compliance](#) before offering 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 the execution of its contract and sent me a bottle of champagne valued at US\$40. Since it's not very expensive and is valued below the acceptable gift threshold, can I accept it?

**A.** No. Although, the value of the gift is below the acceptable value threshold, you should politely return the gift to the vendor. Employees who can influence or determine vendor selection must avoid even the appearance of impropriety. Accepting a gift in this circumstance 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.

**Q.** Next week I will be traveling to a conference on behalf of Kellogg. While I'm there, I will also be meeting with one of our suppliers for dinner. We have a long-standing relationship with this supplier and his company. As a gesture of goodwill, I'd like to pay for his meal. Would Kellogg consider this an acceptable business gift?

**A.** That depends. Gestures like this can often act as courtesies that strengthen business relationships. If it is modest in value, done infrequently and unlikely to influence a business decision, then it is probably acceptable. However, if you and the supplier have been discussing new or more favorable business terms, then paying for his meal may be perceived as trying to influence his decision. Any appearance of exchanging favors for preferential treatment must be carefully avoided.

### We Live Our Values

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

A woman wearing a brown cowboy hat and a vibrant, multi-colored floral dress is smiling and looking upwards. She is holding a large, bright red umbrella that is open and floating in the air. The scene is set in a field of golden wheat stalks under a clear blue sky. The overall mood is joyful and celebratory.

Living Our Values for  
**OUR CONSUMERS**

We are passionate about our business, our brands and our food. Our vision is to enrich and delight the world with foods and brands that matter. Our purpose is to nourish families so they can flourish and thrive. Both our vision and our purpose 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 doing so, we 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. We understand the importance of accuracy and prudent transparency in advertising and packaging.

### **PROTECTING CONSUMER DATA**

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

### **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.



#### **INTEGRITY**

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

#### **ACCOUNTABILITY**

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

#### **PASSION**

Promote a positive, energizing 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.

# Delivering on Quality, Safety and Value

## 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

Our reputation is inside every package of food we produce and sell. We're 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

To meet or exceed our consumers' expectations, we:

- Ensure that our products are produced in an environment that promotes food safety and quality as top priorities.
- Take personal accountability for our success by reporting or addressing any quality or food safety issue immediately.
- Never bypass quality controls or take shortcuts that compromise the quality or safety of our foods.

- Immediately report any threats to consumer safety so that appropriate and prompt action can be taken.

For more information or guidance, contact the [Office of Ethics and Compliance](#).



**Q.** I noticed a strong, unusual odor near the packing line during production of 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. In some instances, this could even harm a consumer. We need to make tough calls and report these types of incidents to our supervisor immediately for investigation.

# Promoting Honest Marketing Practices

## HOW We Do What's Right

We show pride in our brands. We 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 must 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 consumer 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 substantiated as required by law.

- Comply with all laws and regulations.

For more information or guidance, contact the [Legal and Compliance Department](#).



**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 have 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 integrity by ensuring that all advertising claims are substantiated. This is done in advance of their publication or broadcast, whether it's in print, online or through any other media. Fair and accurate advertising must comply with the law, and it's something our consumers count on.



# Protecting Consumer Data

## HOW We Do What's Right

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

## WHY It Matters

We are committed to keeping personal information private. Our consumers demonstrate their trust in us 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 and security 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.

For more information or guidance, contact our [Legal and Compliance Department](#).



## 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.

## 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 the global marketplace with integrity and purpose. Our consumer-driven insights fuel our innovations and our quest to expand our global reach. We look beyond the horizon to meet evolving needs in more ways and more places. We embrace our truly global future while honoring our founder's century-old legacy of quality and foods that delight.

We do this by maintaining strong relationships with the business partners who support us. We seek business relationships based on trust, fairness and mutual advantage. This is especially important 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**

We are a global company doing business around the world and committed to complying with applicable laws that govern international trade.

### **FAIR COMPETITION**

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

### **COMPETITIVE INTELLIGENCE**

We strive to understand our customers, our suppliers and the value proposition of our competitors. This helps us to understand our global marketplace and to advance our business objectives.

### **FAIR PURCHASING**

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

### **BRIBERY & CORRUPTION**

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.

### **OTHERS' INTELLECTUAL PROPERTY**

We safeguard others' intellectual property as we do our own.

### **RESPONSIBLE SOURCING & HUMAN RIGHTS**

We do business only with business partners who always obey the law and operate fairly and ethically.

## **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

## HOW We Do What's Right

We are a global company doing business around the world and 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 to and conduct business with certain countries and individuals. The laws are also complicated and change frequently, sometimes on a daily basis. Penalties for violations can be severe, including fines, revocation of permits or even imprisonment. We must 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 services, or the transfer of technology across international borders, you must:

- Be familiar 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.



## 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 sanctions and restrictions. We value, promote and fiercely protect our reputation throughout the world.

### Unfamiliar Invoice Charges

**Q.** While reviewing an invoice from one of our foreign freight vendors, I noticed a couple of unfamiliar charges, including a "consultant fee" and a "handling fee." When I asked the vendor about this, I was told that these costs were necessary in the receiving country in order to ensure the processing and release of our products. At under \$50, the charges were small. Can I authorize payment?

**A.** No. You should never authorize payments for items or services that are not clearly defined and were not previously or contractually agreed upon. If you notice any such charges or discrepancies in payment terms, you must report them to the Legal and Compliance Department right away.

## Red Flags and Things to Watch for Regarding Boycotts

Contract language or business documents that:

- Reference "The Arab League."
- Contain prohibitions on 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.
- Seek information about business relationships with "blacklisted countries."
- Request that a transaction be structured to avoid certain countries or regions.

# Promoting Fair Competition

## HOW We Do What's Right

We seek to outperform our competitors fairly and honestly. This means 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, ethical and merit-based. We recognize that laws that regulate competition and trade practices vary around the world. However, we never engage in certain activities, such as price fixing, agreeing with a competitor to allocate customers or territories, and bid rigging.

We comply with all applicable laws, rules and regulations that govern the way companies compete. These include laws designed to foster free and fair competition. Even the appearance of improper agreements with competitors can harm our reputation and risk legal action. So we approach competitor interactions carefully and strive to avoid even the appearance of impropriety.

Antitrust/competition laws are complex and vary from country to country. Proven violations carry significant fines and even imprisonment. They will also result in 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 the [Legal and Compliance Department](#):
  - Pricing or price formulas
  - Territories
  - Markets
  - Contracts
  - Production
  - Customers
  - Suppliers
  - Competitors
  - Inventory
  - Costs
  - Capacity

- Immediately contact the [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.

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 the [Legal and Compliance Department](#).
- Refuse to bill sales to third parties at prices exceeding the established price for the product. This prevents overbilling and possible rebate abuses.
- Ensure that prizes provided in sales promotions and contests are won legitimately. This means achieving criteria specified in advance and made available to the entire class of contestants.
- Do not misrepresent product and price attributes or make false claims about competitors' offerings.
- Do not discuss our terms of dealing with rivals of a customer.

For more information or guidance, contact the [Legal and Compliance Department](#) for guidance.

## 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.

# Gathering Competitive Intelligence

## **HOW** We Do What's Right

We strive to understand our customers, our suppliers and the value proposition of our competitors. This helps us to understand our global marketplace and to advance our business objectives.

## **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. This includes 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 to analyze its qualities.

For more information or guidance, contact the [Legal and Compliance Department](#) or [Office of Ethics and Compliance](#).

# Promoting Fair Purchasing Practices

## **HOW** We Do What's Right

We select business partners fairly and objectively. This ensures 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 should follow these important guidelines:

- Treat all our suppliers and business partners with fairness and integrity. We do this regardless of the value of the transaction or the length of the relationship.
- Select suppliers who best meet our business needs and objectives while being mindful of our commitment to diversity in our supplier base.
- Base our decisions 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. These can raise questions about our 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 [Avoiding Conflicts of Interest](#)).
- Ensure all suppliers comply with our [Global Supplier Code of Conduct](#).

## Promoting Fair Purchasing Practices, [continued](#)

### If in doubt, **ASK!**

**Q.** Is Kellogg obligated to award its business to the lowest bidder who responds to a request for proposal (RFP)??

**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

## **HOW** We Do What's Right

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 (including bribery, kickbacks and fraud). They harm not only our company and its reputation, but also the communities where we do business. Many of the countries where we do business have stringent laws against corruption. We do not tolerate corrupt practices in our business anywhere in the world.

This position aligns with the law. But it also 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. Bribes and kickbacks of any kind are unethical, violate our Code and are illegal.

In exceptional cases, employees may face the imminent threat of physical violence or duress. We recognize there may

be no safe alternative to making a payment in such cases. If possible, contact the Legal and Compliance Department first. If not, you should do so as soon as is 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 to gain a business advantage.
- Never offering or accepting bribes or kickbacks.
- Recording all payments and receipts completely and accurately.
- Never making improper payments—either on our own or via third parties.
- Avoiding facilitating or “grease” payments. These 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.

See [Gifts and Entertainment](#).

For more information or guidance, contact the [Office of Ethics and Compliance](#).

## Preventing Bribery and Corruption, **continued**

### 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' orders, 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 approached me. Her office had approved our operating permits, and she expressed her delight at having Kellogg operating in her region. She then handed me an envelope containing the curriculum vitae of her nephew. She 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 several open positions. What should I do?

**A.** Contact the [Legal and Compliance Department](#) immediately. Situations like this need to be handled with care to avoid harmful legal repercussions.

### What is a facilitating payment?

Facilitating payments are typically small payments made to government officials to expedite or secure a nondiscretionary, 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.
- The third party is related to a government official.
- The 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 on third party in political or government contacts instead of on knowledgeable staff to promote our company's interests.
- Nonspecific 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

## HOW We Do What's Right

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. For more information or guidance, contact the [Legal and Compliance Department](#) for guidance.

## 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. 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.

# Sourcing Responsibly and Protecting Human Rights

## HOW We Do What's Right

We do business only with business partners who always obey the law and operate fairly and ethically.

## WHY It Matters

Kellogg embraces its responsibilities as a global corporate citizen in an increasingly interconnected world. We act with integrity and show respect, and we 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 all workers. We are committed to responsible and sustainable sourcing and expect the same commitment from our business partners.

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

Doing the right thing ourselves also means being vigilant and setting 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. Do this 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. He saw how to shape our industry through a passion for people and the goodness of food. Every day, we take the steps that show the way. And along the way, our investors put their trust in us to deliver sustainable performance and create long-term value. We maintain that trust by always being honest, open and reliable.

In this section of the Code, we will explore:

### **ACCURATE RECORDS AND ACCOUNTS**

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

### **OUR REPUTATION AND OTHER ASSETS**

We protect Kellogg Company's reputation and other tangible and intangible assets. We do so to better serve our consumers and preserve value for our investors and other stakeholders.

### **PROPRIETARY AND CONFIDENTIAL INFORMATION**

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

### **EQUIPMENT AND INFORMATION AND COMMUNICATION SYSTEMS**

We use company equipment and information and communication systems responsibly.

### **INSIDER TRADING AND MARKET ABUSE**

We never use or disclose material, nonpublic 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 AND MEDIA INQUIRIES**

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

## **HOW** We Do What's Right

We maintain complete and accurate records. We do so to 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. This matters for both internal decision-making and 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

We have a responsibility to ensure the integrity, accuracy and effectiveness of our record keeping. We 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 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. This means stating just the facts and avoiding exaggeration, colorful language, guesswork, conclusions beyond your expertise and derogatory remarks about others.
- 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 and retention policy, and litigation hold protocol.

For more information or guidance, contact the [Office of Ethics and Compliance](#).

### **Trade Loading or Channel Stuffing Is Prohibited by Company Board Resolution**

These practices, which involve inducing customers to purchase more product than is reasonably necessary for their resale needs, are prohibited



# Safeguarding Our Reputation and Other Assets

## HOW We Do What's Right

We protect our reputation and other tangible and intangible assets. We do so to better serve our consumers and preserve value for our investors and other stakeholders.

## WHY It Matters

Kellogg assets 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. This means 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 both nonpublic and publicly available company 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.
- 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:** Any data relating to Kellogg's business, irrespective of how it is created, distributed, used or stored.

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

**Physical assets:** Anything of a tangible nature provided by the company to employees for use in conducting Kellogg's business. They include computers, mobile phones, materials, tools, machinery, company vehicles, office equipment and supplies.

**Intangible assets:** 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. This is especially true of confidential business information. Our company's proprietary information, especially our intellectual property, 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:

- Limiting access to confidential information to those whose jobs require it.
- Not talking about confidential information in public areas. These include planes, elevators and restaurants, whether talking 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 personal gain or to benefit anyone outside of Kellogg.
- Remembering that the obligation to protect the company's confidential information continues after leaving Kellogg.

For more information or guidance, contact the [Legal and Compliance Department](#).

## If in doubt, ASK!

**Q.** Recently, I was having dinner at a restaurant with my old college roommate. As we were catching up, he asked me which company I work for. 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. It is great to see your passion for our brands and products. However, 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 the [Office of Ethics and Compliance](#) so we can discuss next steps and develop a path forward.

## What Is Confidential Information?

- Information that Kellogg owns such as proprietary information like recipes, formulas, etc.
- Trademarks, patents, trade secrets and other intellectual property
- Nonpublic 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 and Communications Systems Responsibly

We use company equipment, information and communication systems responsibly.

We all must be responsible in our use of the company's information and communications 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. Company information stored 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.
- Violates Kellogg policy
- Places Kellogg at risk of liability.

We recognize that we have no reasonable expectation of privacy when using company-provided services and equipment. We understand that the company reserves the right to inspect its facilities and property in accordance with local laws and Kellogg policy. This includes but is 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.

- Malicious software or instructions for compromising the company's security.

For more information or guidance, review the **IT Acceptable Usage Policy** or contact the **IT Department**.

## If in doubt, ASK!

**Q.** I recognize that malware is a huge problem. 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 the **IT Department** with your suggestions. But do not load unauthorized software on your company computer.

### DO

- Use company electronic mail systems for business purposes only.
- Store only business-related material on Kellogg computers or Kellogg issued data storage devices such as CDs, DVDs and flash drives.
- Confirm the legitimacy of social networking contacts before trusting them with any information.
- Send electronic communications (such as forwarding messages or meeting invitations) only to those individuals with a business need for the information.
- Use a valid company email address in the message "FROM" field. Disguised/misrepresented/spoofed email addresses are prohibited.
- Include a legal disclaimer notice for all externally bound emails.
- Use the "Delegate Access" option in the email application if access is required by another user, such as an administrative assistant.
- Contact IT Security if you believe that confidential information has been released.
- Use careful communications, stick with the facts and avoid exaggerations or opinions that are outside of your area of expertise.

### DON'T

- Assume that an inappropriate Internet site is okay to access if it has not been specifically blocked by filtering software.
- Hide, misrepresent, replace or obscure your identity while Internet browsing, posting or sending email.
- Share passwords to email accounts.
- Use personal email and noncompany electronic mail systems to conduct Kellogg business.
- Send anonymous electronic communications unless they are company-sanctioned (e.g., newsletters).
- Use a Kellogg domain address (e.g., @kellogg.com) to send email from systems not operated by Kellogg.
- Ask recipients to use a non-Kellogg email address as a contact when using the "out of office" function.
- Send security alerts. Only the IT Security team is authorized to send security alerts.

# Avoiding Insider Trading and Market Abuse

## HOW We Do What's Right

We never improperly disclose material, nonpublic information about Kellogg or another public company. We do not trade in securities of Kellogg or other public companies based on that information. Nor do we ever attempt to manipulate the price of publicly traded securities.

## WHY It Matters

- Many of us have access to information about Kellogg that may not be known to the public. This is known as “inside information.”
- Trading based on inside information is illegal, as is tipping others to inside information so that they can trade based on it. Enforcement is rigorous and penalties are severe.
- We support fair, open securities markets. We strive to preserve Kellogg’s reputation as a company that can be trusted to deal honestly, everywhere we do business.

## WHAT It Means

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

- Never trade in Kellogg securities when you are in possession of inside information.
- If you acquire inside information of any other public company, do not trade its securities.
- Never buy or sell securities until the inside information you have 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. Do this by refusing to engage in “short sales” or trade in puts, calls or other derivatives on Kellogg stock.
- Do not engage in “tipping.” This means providing inside information about a company to anyone who may trade in that company’s securities.
- Do not encourage others to trade on inside information.
- Never spread false information or do anything to manipulate the price of publicly listed securities.

For more information or guidance, contact the [Legal and Compliance Department](#).

## What Is “Inside” Information?

Material, nonpublic or “inside” information is information about any company that has not been made publicly available. It is also information 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 if we are not aware of 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.





# 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 public.

## **WHY** It Matters

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

## **WHAT** It Means

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

- Be friendly and courteous.
- Not speak or share information about Kellogg.
- Refer the inquiry, as appropriate, to [Corporate Communications](#) through our [Media Hotline](#) or to [Investor Relations](#).

For more information or guidance, contact [Corporate Communications](#) or [Investor Relations](#).



Living Our Values in  
**OUR COMMUNITIES**



Every day, we manufacture and sell our foods globally. We embrace our role as a global corporate citizen, take our environmental responsibilities seriously and are honored to contribute to the communities where we work and live. We look for opportunities to create even better days and brighter futures for our consumers, employees, communities and 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. This means minimizing 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. We also explore ways to address broader challenges in society.

### **POLITICS AND GOVERNMENT AFFAIRS**

We encourage our employees to participate in the political process as active citizens. As a company, we engage constructively with governments where 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. This means minimizing 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 means that everyone 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 quality. Inside the company, we focus on reducing our energy and water usage as well as greenhouse gas emissions. This includes using either 100-percent recycled paper fiber or certified sustainably grown material for our packaging. It also involves 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 that our suppliers 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](#).



# Contributing to Our Communities

## HOW We Do What's Right

As a leading global food company, Kellogg is driving transformational change by addressing the issue of food security. This includes supporting the communities where our employees live and work, with an emphasis on hunger relief.

## WHY It Matters

Our founder, W.K. Kellogg, was not just a great entrepreneur. He was also a leading philanthropist, early conservationist and the original well-being visionary. 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 opportunities, such as serving on nonprofit boards.

## 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 our Code. This ensures that we always conduct our business ethically and in accordance with the law.
- Make sure 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. I know that 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 encourage your involvement in social issues that the company supports. While you may represent yourself as an employee of Kellogg Company, you must consult with [Global Corporate Affairs](#) before making any commitments to the organization on behalf of the company.

# Participating in Politics and Government Affairs

## 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 governments where 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 or engaging with governments, there are standards to which we must hold ourselves. These are covered below.

## Personal Political Activity

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

Kellogg employees have the right to provide personal financial support to candidates, political parties and other interest groups of their choosing. They also have the right to run for elective office and to interact with officeholders on their own time and in their personal capacity. However, employees must not engage in personal political activities during working hours and may not use company resources for personal political activity.

When engaging in personal 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. This will help to avoid any potential conflicts of interest.
- Pay for all personal political activities from your own funds. Kellogg does not reimburse employees for personal political contributions or other expenses related to political activities.

## Corporate Political Activity

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

Kellogg may contribute to candidates, political parties, political committees and ballot initiatives that reflect the interests of Kellogg, as permitted by law. We also have a political action committee, the Kellogg Company Better Government Committee (KBCGC PAC). This is funded by personal, voluntary contributions from eligible employees and supports candidates aligned with our business objectives. KBCGC PAC complies with all applicable laws, including disclosure requirements.

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 contributions or expenditures in support of or opposition 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.

## 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 the office 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 reach out to the **Government Relations Department** to determine the right approach.



## Lobbying

Kellogg will never 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.
- Efforts to influence legislative or administrative action.

Any engagement with government stakeholders requires the involvement of the [Government Relations Department](#). You must also obtain advice from the [Legal and Compliance Department](#) before offering or giving hospitality, gifts, favors and entertainment to a government official.

See [Gifts and Entertainment](#) and [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. He leaves us a legacy of integrity—of doing business the right way.

- Other companies tried to strike the sharpest bargains with their distributors. Mr. Kellogg instituted a practice to give every distributor the same favorable arrangements.
- During the Great Depression, finding meaningful employment 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, 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. He used his wealth to establish the W.K. Kellogg Foundation and better the lives of millions of people. Today, communities, families and children worldwide continue to benefit from his generosity and philanthropy.

Integrity can be defined as doing the right thing. Mr. Kellogg embodied this virtue. He taught that the best way to build 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 action we take on behalf of Kellogg Company—everywhere, every way, every day.

When we're guided by values and not just rules, we understand the *how* and the *why*, as well as the *what*. When we see the bigger picture, we think more broadly. We think beyond ourselves and beyond the limits of what any of us can do on our own. Our Code helps us support each other in delivering today while creating a future that continues to honor our founder's legacy:

### 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.

# Speaking Up and Seeking Guidance

We encourage everyone to speak up and seek guidance on the topics covered in our Code. We have many resources available to help, including:

Corporate Communications and Media Hotline:  
+1-269-961-3799  
email: [media.hotline@kellogg.com](mailto:media.hotline@kellogg.com)

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

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

Human Resources Department (myHR):  
Url: <https://sts.kellogg.com/my.policy>

Investor Relations:  
Email: [investor.relations@kellogg.com](mailto:investor.relations@kellogg.com)

Legal and Compliance Department:  
Email: [ethics.office@kellogg.com](mailto:ethics.office@kellogg.com)  
Url: <https://www.tnwgrc.com/Kellogg>

## Ethics Line

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

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

If you would like to use the Ethics Line, 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 questions, 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.

You may contact the [Office of Ethics and Compliance](#) in any of these ways:

### Ethics Line

Refer to the list of numbers on the next page.

### Email

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

### 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>





Ethics Line Global Access Numbers		
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 CNCG	108-888	888-292-7127
China, North – Beijing CNCG – 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		888-292-7127
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
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Mexico, Spanish – Pro Cobrar	01-800-1122-2020	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
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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
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Venezuela	0-800-225-5288	888-292-7127

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A close-up photograph of a person's hand reaching out to touch the heads of wheat stalks in a field. The hand is positioned on the right side of the frame, with fingers gently touching the grain. The background is a soft-focus field of wheat under a bright sky. The bottom portion of the image is obscured by a large red curved shape.

## Our Vision:

A good and just world where people are not just fed but fulfilled.

## Our Purpose:

Creating better days and a place at the table for everyone through our trusted food brands.

Kellogg Company  
One Kellogg Square  
P.O. Box 3599  
Battle Creek, MI 49016  
April 2022

*Kellogg's*