

BOROMISA JEFFREY M
Form 4
November 22, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOROMISA JEFFREY M

2. Issuer Name and Ticker or Trading Symbol
KELLOGG CO [K]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
PO BOX 3599

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2005

____ Director
 Officer (give title below) _____ Other (specify below)
Sr VP-Chief Financial Officer

(Street)
BATTLE CREEK, MI 49016-3599

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/18/2005		M		1,844	A	\$ 34.625
							58,620.691 (1)
Common Stock	11/18/2005		F		1,603	D	\$ 44.52
							57,017.691 (1)
Common Stock	11/18/2005		M		45,000	A	\$ 34.635
							102,017.691 (1)
Common Stock	11/18/2005		F		39,091	D	\$ 44.52
							62,926.691 (1)
Common Stock	11/18/2005		M		803	A	\$ 42.79
							63,729.691 (1)

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Common Stock	11/18/2005	F	785	D	\$ 44.52	62,944.691 (1)	D
Common Stock	11/18/2005	M	14,455	A	\$ 42.79	77,399.691 (1)	D
Common Stock	11/18/2005	F	14,124	D	\$ 44.52	63,275.691 (1)	D
Common Stock	11/18/2005	M	5,174	A	\$ 42.79	68,449.691 (1)	D
Common Stock	11/18/2005	F	5,056	D	\$ 44.52	63,393.691 (1)	D
Common Stock	11/18/2005	M	1,915	A	\$ 43.9375	65,308.691 (1)	D
Common Stock	11/18/2005	F	1,901	D	\$ 44.52	63,407.691 (1)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Stock Option	\$ 34.625	11/18/2005		M		1,844	01/04/2000	01/04/2009	Common Stock	1,844
Stock Option	\$ 44.52	11/18/2005		A		1,603	11/18/2005	01/04/2009	Common Stock	1,603
Stock Option	\$ 34.635	11/18/2005		M		45,000	02/22/2003	02/22/2012	Common Stock	45,000
Stock Option	\$ 44.52	11/18/2005		A		39,091	11/18/2005	02/22/2012	Common Stock	39,091
Stock Option	\$ 42.79	11/18/2005		M		803	05/06/2004	01/31/2010	Common Stock	803
Stock Option	\$ 44.52	11/18/2005		A		785	11/18/2005	01/31/2010	Common Stock	785

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Stock Option	\$ 42.79	11/18/2005	M	14,455	05/06/2004	02/21/2013	Common Stock	14,455
Stock Option	\$ 44.52	11/18/2005	A	14,124	11/18/2005	02/21/2013	Common Stock	14,124
Stock Option	\$ 42.79	11/18/2005	M	5,174	05/06/2004	01/31/2010	Common Stock	5,174
Stock Option	\$ 44.52	11/18/2005	A	5,056	11/18/2005	01/31/2010	Common Stock	5,056
Stock Option	\$ 43.9375	11/18/2005	M	1,915	03/13/1999	03/13/2008	Common Stock	1,915
Stock Option	\$ 44.52	11/18/2005	A	1,901	11/18/2005	03/13/2008	Common Stock	1,901

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOROMISA JEFFREY M PO BOX 3599 BATTLE CREEK, MI 49016-3599			Sr VP-Chief Financial Officer	

Signatures

James K. Markey,
Attorney-in-Fact

11/22/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Excludes dividends reinvested after 12/31/04.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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