

BRYANT JOHN A
Form 4
November 15, 2005

FORM 4

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

OMB APPROVAL

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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 *
BRYANT JOHN A

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)

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive Vice President

PO BOX 3599

(Street)

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

BATTLE CREEK, MI 49016-3599

(City) (State) (Zip)

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	11/10/2005		M		39,667	A	\$ 34.635
					148,184.6456		(1) D
Common Stock	11/10/2005		F		34,458	D	\$ 44.52
					113,726.6456		(1) D
Common Stock	11/10/2005		M		10,000	A	\$ 34.625
					123,726.6456		(1) D
Common Stock	11/10/2005		F		8,686	D	\$ 44.52
					115,040.6456		(1) D
Common Stock	11/10/2005		M		12,245	A	\$ 34.385
					127,285.6456		(1) D
	11/10/2005		F		10,597	D	\$ 44.52
							D

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Common Stock						116,688.6456		
						<u>(1)</u>		
Common Stock	11/10/2005		M	4,660	A	\$ 33.06	121,348.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		F	3,952	D	\$ 44.52	117,396.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		M	3,087	A	\$ 33.06	120,483.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		F	2,618	D	\$ 44.52	117,865.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		M	4,859	A	\$ 31.86	122,724.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		F	4,043	D	\$ 44.52	118,681.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		M	6,696	A	\$ 30.18	125,377.6456	D
							<u>(1)</u>	
Common Stock	11/10/2005		F	5,422	D	\$ 44.52	119,955.6456	D
							<u>(1)</u>	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 34.635	11/10/2005		M	39,667	02/22/2003 02/22/2012	Common Stock	39,667	
Stock Option	\$ 44.52	11/10/2005		A	34,458	11/10/2005 02/22/2012	Common Stock	34,458	
Stock Option	\$ 34.625	11/10/2005		M	10,000	01/04/2000 01/04/2009	Common Stock	10,000	
Stock Option	\$ 44.52	11/10/2005		A	8,686	11/10/2005 01/04/2009	Common Stock	8,686	

