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WK Kellogg Co Code of Ethics

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## A Message From Gary Pilnick

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## A Message From Gary Pilnick



At WK Kellogg Co, we exist to create joy and connection to inspire gr-r-reat days. What will we not change? Our unwavering commitment to our Purpose, What We Do, our Beliefs and Behaviors and our Founder's Values. That's because everyone working at or with WK Kellogg Co expects us to bring our best to everyone, every day. And we will.

It is up to you, a valued member of our team, to do your part. Carefully read the Code of Ethics ("Code") and refer to it often. Encouraging everyone around you to do the same. It reinforces our beliefs – these are our guiding principles – for working at WK Kellogg Co and putting integrity first as we Win With Purpose.

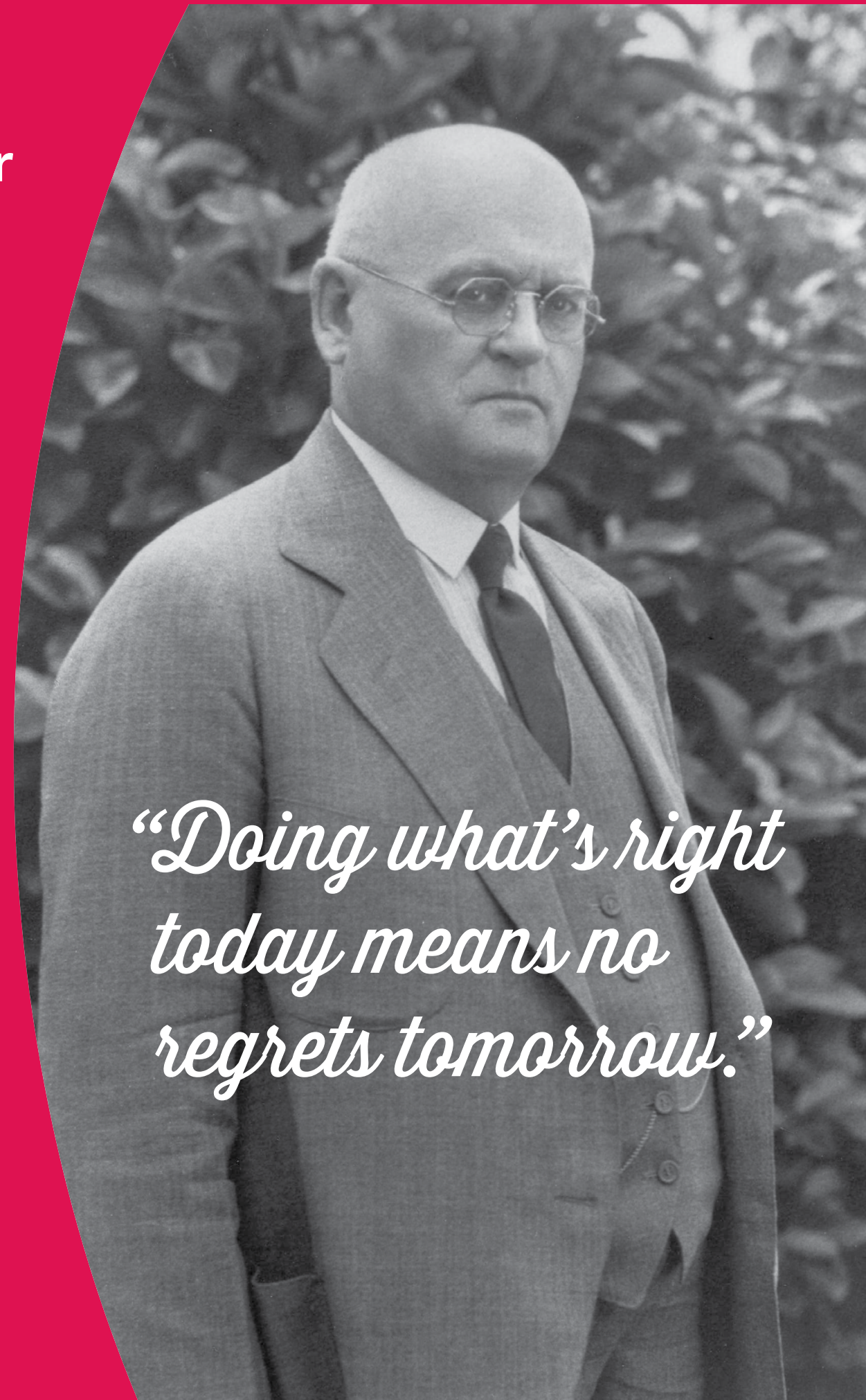
Everyone here at WK Kellogg Co plays a pivotal role in helping us bring our best to everyone, every day and build a culture of integrity and compliance. Our founder simply stated that, "Doing right is never wrong." There are no shortcuts to doing the right thing, and understanding your role in acting and leading with integrity is the first step toward promoting our trusted foods and brands and protecting our bold, scrappy and connected community for years to come.

Thank you for your ongoing commitment to WK Kellogg Co, to each other and for upholding the highest standards of conduct in all you do.

Gary Pilnick  
Chief Executive Officer  
WK Kellogg Co



## Our Founder



*"Doing what's right  
today means no  
regrets tomorrow."*

# Our Purpose



# Our Core Values, Beliefs and Behaviors



*We exist to create joy and connection to inspire gr-r-reat days!*



## Our Beliefs and Behaviors


We are a bold, scrappy and connected community that inspires gr-r-reat days where we:

*Bring* Out the *Best* in Each Other 

*Show Up* as *One* Company 

*Create* and Act *Boldly* 

Have a "*Make It Better*" Mindset 

*Win* With Purpose 

# Bringing Out the Best Through Our Code



## Creating and Acting Boldly With Integrity

We live in an interconnected world. This means the actions of a single individual can affect numerous individuals in a matter of seconds. This creates a huge opportunity for WK Kellogg Co – but also risk. It is why we must be more focused than ever in Bringing Out the Best.

Let us commit to making the right decisions. In many situations, the right thing to do may be obvious. In other situations, it may seem complicated.

Our Code of Ethics (“Code”) is your most important resource in this effort. It is designed with you in mind – a vital resource that will help you:

- Comply with applicable laws, regulations and Company policies.
- Promote integrity and the highest standards of ethical conduct.
- Address common ethical situations you could encounter in your work.
- Avoid even the appearance of anything improper in connection with our Company’s business activities.

## Complying With Laws and Regulations

WK Kellogg Co is committed to compliance with all laws, rules and regulations that apply to our business. Use good judgment and seek help when you need it. Helpful resources are listed throughout the Code.

We operate in multiple countries, so it is important to be aware of different laws and customs that may apply. All employees must, at minimum comply with the standards and principles in this Code. If any guidance in our Code conflicts with a local law or requirement, you should seek guidance from the [Office of Ethics and Compliance](#).

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

[wkkcoffice.ethics@wkkellogg.com](mailto:wkkcoffice.ethics@wkkellogg.com)

### Mail

Office of Ethics and Compliance  
WK Kellogg Co  
North Tower  
One Kellogg Square  
Battle Creek, MI  
49016-3599

**Web** [secure.ethicspoint.com](https://secure.ethicspoint.com)



## One Company, One Code

All employees of WK Kellogg Co and its subsidiaries, including executives, corporate officers and members of our Board of Directors, are required to read, understand and follow our Code.

Consultants, contractors, agents, suppliers, vendors and temporary employees (“business partners”) who serve as an extension of WK Kellogg Co are also expected to follow the spirit of our Code, as well as any applicable contractual provisions.

We work with business partners who share our Values and approach to doing business. We expect these business partners to understand and act consistently with the standards set out in our Supplier Code of Conduct. If you supervise our business partners, you are responsible for communicating our standards and ensuring they are understood. If a business partner fails to meet our ethics and compliance expectations or their contractual obligations, it may result in the termination of their contract.

## We Are All Accountable

Anyone who violates our Code will be subject to disciplinary action, up to and including termination of their employment with WK Kellogg Co. Violations of laws or regulations may also result in legal proceedings and penalties including, in some circumstances, civil liability or criminal prosecution.



## Responsibilities

### Everyone's Responsibilities

Each of us has a responsibility to:

- Act professionally, honestly and ethically when conducting business on behalf of our Company.
- Know the information in our Code and Company policies, paying particular attention to the topics that apply to our specific job responsibilities.
- Complete all required employee training on time and stay up to date on current standards and expectations.
- Report concerns about possible violations of our Code, our policies or the law to your manager, an executive, the [Office of Ethics and Compliance](#) or any of the resources listed in this Code.
- Cooperate and tell the truth when responding to an investigation or audit, and never alter or destroy records in response to an investigation or when an investigation is anticipated.

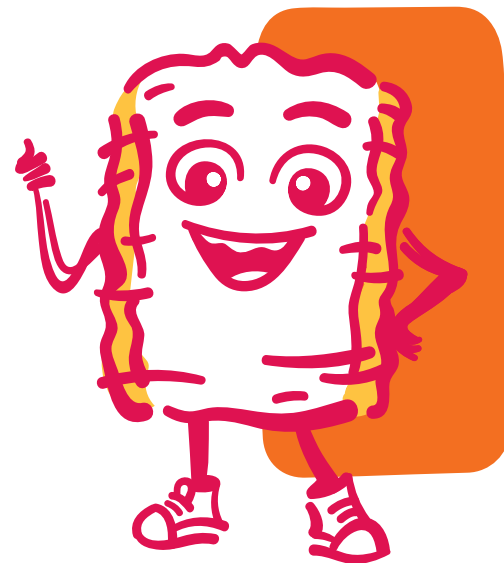


## Special Responsibilities for Leaders and Managers

All employees have shared responsibilities as noted under Everyone's Responsibilities. Additionally, leaders and managers have special responsibilities under our Code. If you lead or supervise others, WK Kellogg Co requires you to demonstrate ethical leadership with the following behaviors:

- Lead by example. Model high standards of ethical business conduct in line with our Code and K Values. Only accept legal, ethical and responsible behaviors from others.
  - Create a positive work environment that values mutual respect and open communication.
  - Expect accountability among all employees, regardless of position or job title.
  - Be a resource for others. Communicate often with employees and business partners about how the Code and other policies apply to their daily work.
  - Be proactive. Identify and mitigate ethics and compliance risk, as well as other business risk. Look for opportunities to discuss and address ethical dilemmas and challenging situations with others.
  - Delegate responsibly. Never delegate authority to any individual whom you believe may engage in unlawful conduct or unethical activities. Keep this in mind when you hire and promote as well.
- Respond quickly and effectively. When a concern is brought to your attention, treat it seriously and with respect for everyone involved. Help the reporter feel secure and at ease and communicate continually through resolution.
  - Keep commitments and manage employees' expectations.
  - Be aware of the limits of your authority. Do not take any action that exceeds your authority. If you are ever unsure of what is appropriate (and what is not), discuss the matter with your leader, manager or the [Office of Ethics and Compliance](#).
  - Manage conflicts of interest to achieve fair and appropriate outcomes.

Remember: No reason, including the desire to meet business goals, should ever be an excuse for violating our Code, our policies or the law.



## Responsibilities of Our 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 Supplier Code of Conduct.

### Chew On This ...

**I am a manager and not clear about what my obligations are if someone comes to me with an accusation – and what if it involves a senior manager?**

No matter who the allegation involves, you must report it. WK Kellogg Co provides several options for reporting concerns. If for any reason you are uncomfortable making a report to a particular person, you may talk to any of the other resources listed in the Code.

**I observed misconduct in an area not under my supervision. Am I still required to report the issue?**

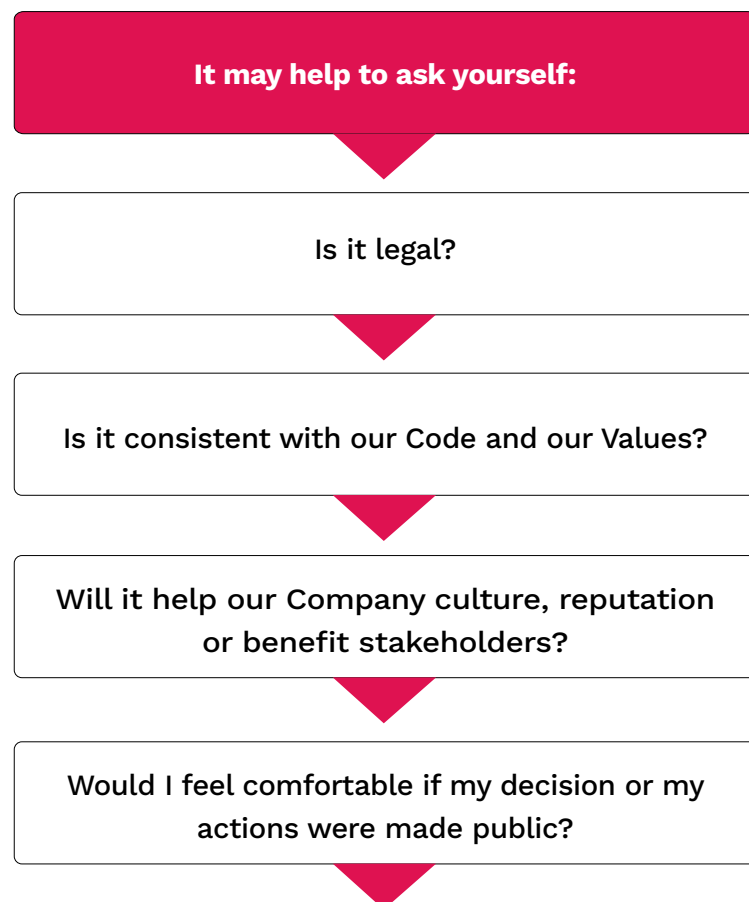
Yes. While you are primarily responsible for employees and business partners under your supervision, all WK Kellogg Co employees are required to report misconduct. As a leader, you have a special obligation to be proactive. The best approach would be to talk first with the manager who oversees the area where the problem is occurring, but if this is not feasible or effective, you should contact another resource described in our Code.



## Making Decisions the WK Way

Making the right decision is not always easy. Always remember that when you have a tough choice to make, you are not alone.

Facing a Difficult Decision?



If the answer to all these questions is “yes,” the decision to move forward is probably OK. If the answer to any question is “no,” then do not do it. If the answer is “**I am not sure**,” stop and seek guidance from your manager, Human Resources, the Legal Department or the Office of Ethics and Compliance.

Remember, in any situation, under any circumstances, it is always appropriate to ask for help.

### One More Thing ...

Have a “Make It Better” Mindset. If you have suggestions on ways to enhance our Code, our policies or our resources to better address a particular issue, bring them forward. Promoting an ethical WK Kellogg Co is a responsibility we all share.

## Speak Up

### Speaking Up Is What We Do

If you see or suspect a violation of our Code, our policies or the law, or if you have a question about what to do, speak up. It is what we do.

There are multiple ways to speak up or get guidance. You can contact a member of management, [Human Resources](#), the [Legal Department](#), the [Office of Ethics and Compliance](#) or the confidential [Ethics Line](#).

The Ethics Line and web portal are maintained by a third-party confidential reporting company and is available 24 hours a day, 7 days a week. You may report actual or suspected violations anonymously, where permitted by local law, by contacting the Ethics Line.





## Retaliation Is Strictly Prohibited

We support honest and open communication and encourage our employees to report concerns. We will not tolerate retaliation against any employee who asks a question, discloses actual or suspected violations or conduct that may be inconsistent with our Code, our policies, or the law, or assists in an investigation of suspected wrongdoing.



### Kraving More?

[See the Anti-Retaliation Policy](#)



### Key Points

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

### Only Make Reports “in Good Faith”

This means making a genuine attempt to provide honest, complete and accurate information, even if it later proves to be unsubstantiated or mistaken.



### Chew On This ...

**I suspect there may be some unethical behavior going on in my business unit involving my manager. I know I should report my suspicions, and I am thinking about using the Ethics Line, but I am concerned about retaliation.**

You are required to report misconduct and, in your situation, using the Ethics Line is a good option. We will investigate your suspicions and may need to talk to you to gather additional information. After you make the report, if you believe you are experiencing any retaliation, report it. Claims of retaliation are taken seriously. Reports of retaliation will be thoroughly investigated. A finding of retaliation will result in disciplinary action up to and including termination of employment.



# Bringing Out the Best in Each Other (Our People)



## Equity, Diversity and Inclusion

WK Kellogg Co helps bring together employees with a wide variety of backgrounds, skills and cultures. Combining such a wealth of talent and resources creates the diverse and dynamic teams that consistently drive our results. We Show Up as One Company by committing to ensuring that everyone in our workplace – employees, job applicants and business partners – feel welcomed and valued and are given opportunities to Create and Act Boldly, Win With Purpose, grow, contribute and develop with us. To uphold that commitment, we support laws prohibiting discrimination and provide equal opportunity for employment, income and advancement in all our departments, programs and worksites.

Employment decisions should be based on qualifications, demonstrated skills and achievements – and never on race, color, religion, sex (including pregnancy, sexual orientation or gender identity), national origin, age, disability, genetic information or any other characteristic protected by law.

### Bring Out the Best By

- Not discriminating.
- Treating others with dignity, respect and professionalism.
- Promoting diversity in hiring and other employment decisions based on qualifications, skills and achievements.
- Expecting business partners to behave consistently with respect to our standards.
- Complying with all applicable labor and employment laws.
- Fostering an environment of open and candid communication by embracing a “Make It Better” Mindset.

### Watch Out For

- Comments, jokes or materials, including emails, that others might consider offensive.
- Inappropriate bias when judging others. If you supervise others, judge them on performance. Use objective, quantifiable standards and avoid introducing unrelated considerations into your decisions.

### Chew On This ...

**One of my coworkers sends emails containing jokes and derogatory comments about certain nationalities. They make me uncomfortable, but no one else has spoken up about them. What should I do?**

You should notify your manager, Human Resources, the Office of Ethics and Compliance or Ethics Line. Sending these kinds of jokes violates our Values, our email usage policies, and our standards on diversity, harassment and discrimination. By doing nothing you are condoning discrimination and tolerating beliefs that can seriously erode our ability to Show Up as One Company with an inclusive team environment we have all worked to create.



## Preventing Harassment and Discrimination

We all have the right to work in an environment that is free from intimidation, harassment, bullying and abusive conduct. WK Kellogg Co does not tolerate verbal or physical conduct by any employee that interferes with another's work environment, or creates an intimidating, offensive, abusive or hostile work environment.

If you see, suspect or feel you or someone else has been the victim of harassment (including sexual harassment), report it immediately. You will be helping to preserve a respectful and productive workplace.

### Examples of Harassment

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

### Bring Out the Best By

- Being conscientious about how our actions and comments might be perceived or misunderstood by others.
- Having zero tolerance for unwanted verbal or physical conduct (sexual or otherwise). We do not tolerate any form of abuse or harassment of colleagues, business partners or anyone else with whom we have business dealings.
- Respecting any policies designed to build a safe, ethical and respectful workplace.
- Speaking out when a coworker's conduct makes you or others uncomfortable.
- Being professional – do not visit inappropriate internet sites or display sexually explicit or offensive pictures.
- Speaking up – report all incidents of harassment and intimidation that may compromise our ability to work together and be productive to your manager, [Human Resources](#), the [Legal Department](#) or the [Office of Ethics and Compliance](#).



### Watch Out For

- Threatening remarks, obscene phone calls, stalking or any other form of harassment.
- Sexual harassment or other unwelcome verbal or physical conduct of a sexual nature.
- The display of sexually explicit or offensive pictures or other materials.
- Sexual or offensive jokes or comments.
- Verbal abuse, threats or taunting.

### Chew On This ...

**While on a business trip, a colleague of mine repeatedly asked me out for drinks and made comments about my appearance that made me uncomfortable. We were not in the office, and it was after regular working hours. What should I do?**

We expect our employees to practice respect, not only during working hours but in all work-related situations, including business trips. You can tell your colleague you are uncomfortable with these actions and ask them to stop. If you are not comfortable confronting your colleague, you can also seek assistance and guidance from your manager, Human Resources, the Office of Ethics and Compliance or Ethics Line.

**I frequently hear a colleague making derogatory comments to another coworker. These comments make me feel uncomfortable, but I feel like it is none of my business, and the person they are directed at will speak up if they are offended. Should I ignore this?**

No, you should not. It is up to each of us to help maintain a work environment where people feel welcomed, valued and included. Since you are aware of this situation, you have a responsibility to speak up about it. If you feel you can, speak to your colleague and ask that this behavior stop. If you feel you cannot or the comments continue, talk to your manager, Human Resources, the Office of Ethics and Compliance or Ethics Line.



### Kraving More?

See the [Anti-Harassment, Discrimination and Bullying Policy](#)



## Avoiding Conflicts of Interest

A conflict of interest can occur whenever an employee has an interest or activity that may interfere with their ability to make an objective decision on behalf of WK Kellogg Co. Conflicts of interest may be actual, potential or a matter of perception.

Conflict of interest situations are not always clear-cut, so fully disclose them to your manager and the [Office of Ethics and Compliance](#) so they can be properly evaluated, monitored and managed.

### Conflict of Interest Quick Test

Ask yourself, 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?

Be alert to situations, including the following, which are common examples of potential conflicts of interest:

### Relatives and Friends

On occasion, it is possible that you may find yourself in a situation where you are working with a close friend or relative who works for our Company, a Consumer, business partner, or competitor. Since it is impossible to anticipate every scenario that could create a potential conflict, you should disclose your situation to your manager and the Office of Ethics and Compliance to determine if any precautions need to be taken.

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 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 or referred/recommended for the position.
- 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 or referred/recommended for the position.

### 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.

### Personal or Close Relatives’ Investments

A conflict can occur if you have a significant ownership or other financial interest in a competitor, business partner or Consumer. Make sure you know what is permitted – and what is not – by our policies and seek help with any questions. Some examples include:

- Employees may not own, directly or indirectly, a substantial interest in any business entity that does business with or seeks to do business with WK Kellogg Co without prior written approval of the Chief Legal Officer.
- Employees may not own, either directly or indirectly, securities in any business that competes with WK Kellogg Co (except through a mutual fund) without prior written approval of the Chief Legal Officer.
- 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 WK Kellogg Co.

“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.

When in doubt, contact the [Office of Ethics and Compliance](#).



## Outside Employment and Other Activities

We give our best effort every day at WK Kellogg Co and do not let outside jobs or other activities hinder our contributions to our Company.

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 (see [Using Equipment, Information and Communication Systems Responsibly](#)).
- Create any other kind of conflict of interest.

To ensure that there are no conflicts and that potential issues are addressed, always disclose and discuss outside employment or side businesses with your manager and the [Office of Ethics and Compliance](#).

## Corporate Opportunities

You may sometimes identify a business or investment opportunity that Kellogg may have an interest in pursuing. If you learn about a business or investment opportunity because of your job, it belongs to WK Kellogg Co first. This means you must not:

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

If you are unsure, contact the Office of Ethics and Compliance for guidance. Business or investment opportunities that meet or have the appearance of violating this section require prior written approval of the Chief Legal Officer before being pursued.

## Gifts and Entertainment

We recognize that offering and accepting business gifts, favors and entertainment is a customary business courtesy. Doing so can provide goodwill and enhance business relationships. However, if not handled carefully, the exchange of gifts, favors and entertainment could be improper or appear to be improper, creating a conflict of interest. This is especially true if an offer is extended frequently, or if the value is large enough that someone may think it is being offered in exchange for preferential treatment in any business dealing or decision.

Gifts, favors and entertainment should never affect, or appear to affect, our impartial business decision-making.

Always avoid gifts, favors and 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 a business decision.
- Not taking advantage of our position with vendors and other business partners.

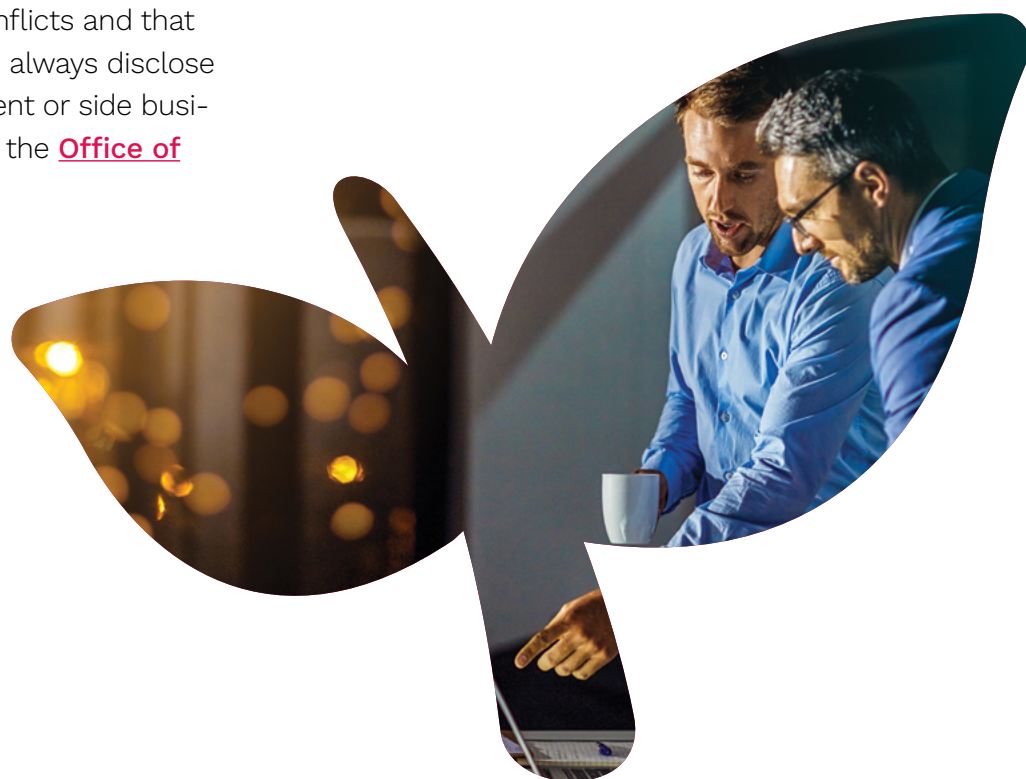
See [Anti-bribery and Corruption](#)

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 Department](#) or the [Office of Ethics and Compliance](#) before offering any gifts, favors or entertainment to such individuals.

Only offer and accept gifts and entertainment that comply with our policies, and make sure that anything you give or receive is accurately reported in our books and records.

### Bring Out the Best By

- Avoiding conflict of interest situations whenever possible.
- Always making business decisions in the best interest of WK Kellogg Co.
- Thinking ahead and proactively addressing situations that may put your interests or those of a family member in conflict with WK Kellogg Co.
- Discussing with your manager full details of any situation that could be perceived as a potential conflict of interest.



## Promoting a Safe and Healthy Workplace

Ensuring safety for everyone is an integral part of what we do. Ensuring the health and safety of colleagues, business partners and others in and around our facilities is the right thing to do. It promotes a positive, compassionate work environment where people can Win With Purpose.

We make health and safety a daily priority by observing the health and safety rules of our job, taking precautions to protect ourselves, our colleagues and our visitors. We observe environmental laws to ensure our actions do not harm the environment and communities where we live, work and source.

Each of us is responsible for acting in a way that protects ourselves and others. No matter what job you do or where you do it, we count on you to actively promote a safe and healthy workplace, and report any situations that may pose a health, safety or security risk. A failure to speak up about an incident, or to participate in an investigation into an incident, can have serious repercussions for our Company, and for every employee on the job, every day.

We bring our best performance every day by reporting 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.

We respect each other by refraining from acts of violence, threats and physical intimidation. These behaviors have no place at WK Kellogg Co and can result in immediate disciplinary action, up to and including termination of employment. We Bring Out the Best in Each Other by doing our part to keep everyone injury-free.

### Alcohol and Drugs

While at work or on WK Kellogg Co business:

- Always be ready to carry out your work duties – never impaired.
- Do not use, possess or be under the influence of illegal drugs or any substance that could interfere with a safe and effective work environment.

### Workplace Violence

Violence or threats of violence of any kind have no place at WK Kellogg Co. We will not tolerate:

- Intimidating, threatening or hostile behavior.
- Causing physical injury to another.
- Acts of vandalism, arson, sabotage or other criminal activities.
- The carrying of firearms or other weapons onto Company property.

### Bring Out the Best By

- Following the safety, security and health rules and practices that apply to your job.
- Maintain a neat, safe working environment by keeping workstations, aisles and other workspaces free from obstacles, wires and other potential hazards.
- 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.
- Knowing what to do in an emergency and cooperating during the practice of emergency drills.
- Notifying your manager immediately about any unsafe equipment, or any situation that could pose a threat to health or safety or the environment.
- Never bringing illegal drugs or other controlled substances onto Company property or being under the influence of alcohol or drugs while at work.
- Talking to a manager if you 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.
- Cooperating with any investigations into incidents.
- Never retaliating against anyone who reports a health or safety concern or participates in an investigation of these concerns.



### Watch Out For

- Unsafe practices or work conditions.
- Carelessness in enforcing security standards, such as facility entry procedures and password protocols.

### Chew On This ...

**I have noticed some practices in my area that do not seem safe. Who can I speak to? I am new here and do not want to be considered a troublemaker.**

Discuss your concerns with your manager, Human Resources, the Office of Ethics and Compliance or Ethics Line. There may be very good reasons for the practices, or you may be bringing to light an issue that needs to be addressed. In either case, raising a concern about safety does not make you a troublemaker. It makes you a responsible employee who is concerned about the safety of others.

**A subcontractor commits a violation of our standards. Are subcontractors expected to follow the same health, safety and security policies and procedures as employees?**

Absolutely. Raise your concerns with your manager, Human Resources, the Office of Ethics and Compliance or Ethics Line so the violation can be properly addressed.



### Kraiving More?

See the [Drug & Alcohol Policy](#)

See the [Workplace Violence Prevention Policy](#)

## Responsible Communications

WK Kellogg Co is committed to maintaining honest, professional and lawful internal and public communications.

We need a consistent voice when making disclosures or providing information to the public, and must ensure that only authorized persons speak on behalf of WK Kellogg Co.

Refer any communications with the media, investors, stock analysts and other members of the financial community to the WK Kellogg Co media hotline or WK Kellogg Co Investor Relations.

### Engaging in Social Media

We have a shared identity as WK Kellogg Co employees while also being individuals with our own thoughts, opinions and interests.

What we say, email, blog, post or share can reach millions of people in seconds and affect millions of people, for better or worse. Every communication about our Company affects our reputation and our brand, so we take care online. We must never post anything that would be considered harassing or discriminatory, and we must never disclose confidential information about our Company, our employees or our business partners.



We recognize the growing importance of social media and engage in it responsibly in accordance with the following rules:

- Comply with the Social Media Policy
- Distinguish clearly between authorized business communications and personal communications. Use the K Values in all authorized business communications.
- When endorsing our Company and its products, we identify ourselves as WK Kellogg Co 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 does not interfere with our work commitments.
- Do not make false statements or statements that violate the law.

If you participate in internet discussion groups, chat rooms, bulletin boards, blogs, social media sites or other electronic communications, even under an alias, never give the impression that you are speaking on behalf of WK Kellogg Co. If you believe a false statement about our Company has been posted, do not respond, even if your intent is to “set the record straight.” Your posting might be misinterpreted, start false rumors or may be inaccurate or misleading. Instead, contact Corporate Communications.

### Examples of Social Media

- Social networking sites
- Video and photo sharing websites
- Microblogging sites
- Blogs
- Forums and discussion boards
- Collaborative publishing

### Watch Out For

- Giving public speeches or writing articles for professional journals or other public communications that relate to WK Kellogg Co without appropriate Corporate Communications approval.
- The temptation to use your title or affiliation outside of your work for WK Kellogg Co without it being clear that the use is for identification only.
- Invitations to speak “off the record” to journalists or analysts who ask you for information about WK Kellogg Co or its Consumers or business partners.

## Protecting Personal Information

We respect and safeguard the personal information of others, which can include employment, personal, health, family and financial information. We follow our policies and all applicable laws and regulations in collecting, accessing, using, storing, sharing and disposing of sensitive information.

We safeguard the personal information of our colleagues by collecting, storing, using and sharing only the minimum necessary for business purposes, with notice and consent where applicable, applying security controls and in compliance with laws and regulations. To maintain the privacy and security of personal information, we follow the methods required by the Information Security team and [Legal Department](#).

Make sure you know the kind of information that is considered personal information. It includes anything that could be used to identify someone, either directly or indirectly, such as a name, email address, phone number or credit card number. Only use and share personal information for legitimate business purposes.

### Bring Out the Best By

- Shredding or securely disposing of personal information in compliance with privacy and security policies and laws.
- Using “free” or individually purchased internet hosting, collaboration or cloud services that could put personal information at risk.
- Protecting the privacy and security of information entrusted to us.

### 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.





# Bringing Out the Best for Our Consumers



## Product Quality, Safety and Stewardship

We exist to create joy by providing trusted foods and brands for our Consumers that meet all quality and safety specifications as well as our Consumers' expectations.

Our reputation is in every product we make and sell. Each of us, as well as our business partners, are expected to meet these standards.

### Bring Out the Best By

- Adhering to the highest standards and never taking shortcuts or making exceptions that could compromise the quality or safety of our products.
- Doing your part to ensure complete and accurate quality testing and performance reporting.
- Routinely checking equipment and processes to ensure they conform to specifications and expectations – work toward continuous improvement.
- If you believe there is a safety issue or defect that might endanger a Consumer, report the issue to your manager immediately.

### Chew On This ...

I think there may be an issue with one of the manufacturing processes at my facility, but we are behind schedule and if I say anything, we will be delayed further as the Company investigates. What should I do?

WK Kellogg Co never sacrifices quality to meet a Company deadline or target. You should report the matter immediately.

## Promoting Honest Marketing Practices

We have great pride in our brands. In order to promote our products with integrity, we understand the importance of providing accurate and appropriate transparency in advertising and packaging.

We maintain high ethical standards when marketing our foods by not misstating facts or misleading our Consumers. We also must ensure that claims made about our products, including claims that favorably compare our products to those of our competitors, are factually substantiated as required by law.



## Protecting Consumer Data

We recognize that our Consumers demonstrate their trust in us when sharing their personal information. We are accountable for maintaining that trust by protecting the privacy and security of this information.

### Bring Out the Best By

- Always handling personal information responsibly and following all applicable privacy laws and company privacy and security policies.
- Collecting, using and processing personal information only for legitimate business purposes.
- Never releasing the personal information of others to anyone within WK Kellogg Co 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.



# Bringing Out the Best for Our Investors



## Using Equipment, Information and Communications Systems Responsibly

WK Kellogg Co entrusts employees with assets (both tangible and intangible) that enable us to operate. Physical assets include WK Kellogg Co facilities, materials and equipment. Electronic assets include computer and communication systems, software and hardware. Files and records are also Company assets, and we have a responsibility to ensure their confidentiality, security and integrity.

Each of us is personally responsible for using these assets with care and protecting them from fraud, waste and abuse. Personal use of Company telephones, computers, faxes, photocopiers and network bandwidth is acceptable if it is incidental, infrequent and permitted under local WK Kellogg Co policy. This privilege should not be abused. The same principal 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 WK Kellogg Co assets.
- Incurs significant additional cost to the Company.
- Places Company information at risk.
- Interferes with our productivity.
- Violates WK Kellogg Co policy.
- Places WK Kellogg Co at risk of liability.

Be aware that any information you create, share or download onto Company systems belongs to WK Kellogg Co, and we have the right to review and monitor system use at any time, without notifying you, to the extent permitted by law. The Company reserves the right to inspect its facilities and property in accordance with local laws and WK Kellogg Co policy. This includes but is not limited to computers, telephone records, lockers, email, internet usage, business documents, offices and other workspaces.

### Bring Out the Best By

- Using Company assets to carry out your job responsibilities, never for activities that are improper or illegal.
- Observing good physical security practices, especially those related to badging in and out of our facilities.
- Being a good steward of our electronic resources and systems, and practice good cybersecurity:
  - » Do not share passwords or allow other people, including friends and family, to use WK Kellogg Co assets.
  - » Only use software that has been properly licensed and approved by our Information Technology Department. The copying or use of unlicensed or “pirated” software on Company computers or other equipment to conduct Company business is prohibited. If you have any questions about whether a particular use of software is licensed, contact the Information Technology Department.
  - » Locking your workstation when you step away and log off our systems when you complete your work for the day.
  - » Beware of phishing attempts – use caution in opening email attachments from unknown senders or clicking on suspicious links.

We strictly prohibit the use of WK Kellogg Co 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.



## Records Management

The accuracy and completeness of our business records and financial disclosures are essential to making responsible business decisions and providing truthful and timely information to investors, regulators and others. Our business and financial records are essential to our business operations and must accurately and fairly reflect our transactions in sufficient detail and in accordance with our accounting practices and policies.

Some employees have special responsibilities in this area, but all of us contribute to the process of recording business results or maintaining records. Ensure that any information you record is accurate, timely, complete and maintained in a manner that is consistent with our internal controls, disclosure controls and legal obligations.

### Records Retention

Documents should only be disposed of in compliance with WK Kellogg Co policies and should never be destroyed or hidden. You must never conceal wrongdoing or permit others to do so. Never destroy documents in response to – or in anticipation of – an investigation or audit.

If you have any questions or concerns about retaining or destroying corporate records, please contact the Office of Ethics and Compliance.

### Bring Out the Best By

- Creating business records that accurately reflect the truth of the underlying event or transaction.
- Recording all assets, liabilities, revenues, expenses and business transactions completely, accurately, in the proper period and in a timely manner.
- Never participate in “trade loading” or “channel stuffing.” This is defined as inducing customers to purchase more product than is reasonably necessary for their resale needs.
- Ensuring that records and accounts confirm 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.
- Writing carefully in all business communications. Use thoughtful, appropriate and accurate wording. This means stating just the facts and avoiding exaggeration, rude or offensive language, speculation, conclusions beyond your expertise and derogatory remarks about others.
- Maintaining and destroying 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](#).

### Chew On This ...

**At the end of the last quarter reporting period, my manager asked me to record additional expenses, even though I had not yet received the invoices from the supplier and the work has not yet started. I agreed to do it, since we were all sure that the work would be completed in the next quarter. Should I have taken a different approach?**

Yes. Costs must be recorded in the period in which they are incurred. The work was not started, and the costs were not incurred by the date you recorded the transaction. It was therefore a misrepresentation and, depending on the circumstances, could amount to fraud. If your manager asks you to perform an activity that you think is improper, you can talk to them about it or seek assistance from Human Resources or the Office of Ethics and Compliance for help.



## Protecting Our Proprietary and Confidential Information

WK Kellogg Co relies on employees to be vigilant and protect our proprietary and confidential business information and our intellectual property. Proprietary information that WK Kellogg Co owns is an important and valuable asset. 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.

### Bring Out the Best By

- Limiting any access to third-party confidential information to those who have a need to know in order to do their job, and only for authorized purposes. Not talking about confidential information in public areas. This includes planes, elevators, restaurants, shared areas in office buildings, whether talking in person or on phones.
- Not working in a public place when there is a risk of such information being viewed by others.
- Never using confidential information for personal gain or the benefit of anyone outside of WK Kellogg Co.
- Immediately report any loss or theft of confidential information to your manager.

### What Is Confidential Information?

- Information that WK Kellogg Co 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 market 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

Do your part to safeguard our confidential information. Be aware that this obligation continues even after your employment at WK Kellogg Co ends.



Also, keep in mind that our Consumers and business partners place their trust in us, and we must protect their confidential information just as we protect our own.

Make sure you understand the expectations of Consumers and business partners regarding the protection, use and disclosure of the confidential information that they provide to us.

### Watch Out For

- Requests by business partners for confidential information about our Consumers or about other business partners if there is no associated business requirement or authorization.
- Unintentional exposure of confidential information about our Consumers or business partners in public settings or through unsecure networks.

See also, [Protecting Consumer Data](#).



## Protecting Intellectual Property

WK Kellogg Co commits substantial resources to technology development and innovation, and the creation and protection of our intellectual property rights are critical to our business. Contact the [Legal Department](#) if you receive questions regarding:

- The scope of our intellectual property rights.
- How WK Kellogg Co rights apply to another company's products.
- How a third party's intellectual property rights apply to WK Kellogg Co's intellectual property rights or products.

### Bring Out the Best By

- Promptly disclosing to Company management any inventions or other IP that you create while you are employed by WK Kellogg Co.
- Properly labeling confidential information to indicate how it should be handled, distributed and destroyed.
- Using and disclosing confidential information only for legitimate business purposes.
- Protecting our intellectual property and confidential information by sharing it only with authorized parties.
- Only storing or communicating Company information using WK Kellogg Co information systems.

### Watch Out For

- Discussions of WK Kellogg Co confidential information in places where others might be able to overhear – for example on planes and elevators, at a fitness center or cafeteria and when using your phone.
- Sending confidential information to unattended devices or printers.

### Intellectual Property

Examples of intellectual property (IP) include:

- Business and marketing plans
- Company initiatives (existing, planned, proposed or developing)
- Consumer lists
- Trade secrets and discoveries
- Methods, know-how and techniques
- Innovations and designs
- Systems, software and technology
- Patents, trademarks and copyrights

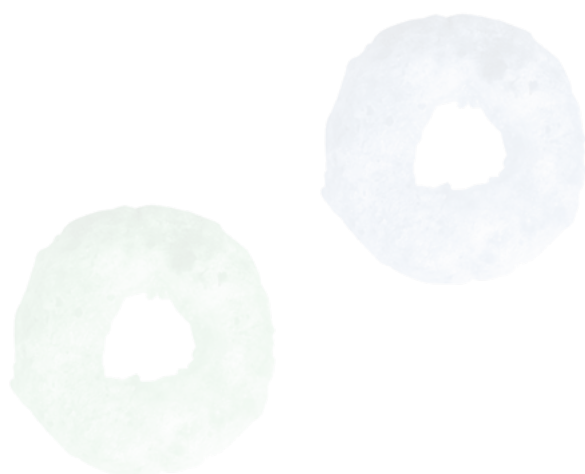
## Safeguarding the Intellectual Property of Others

We understand that unauthorized copying of others' intellectual property is impermissible and may create financial and legal liability for WK Kellogg Co. Before using the intellectual property of others, we will obtain the necessary authorizations.

### Bring Out the Best 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 Department](#) for guidance.



## Avoiding Insider Trading and Market Abuse

We respect every company's right to protect its material, nonpublic ("inside") information, and we comply with insider trading laws.

In the course of business, you may learn confidential information about WK Kellogg Co or about other publicly traded companies that is not available to the public. Trading securities while aware of inside information, or disclosing it to others who then trade ("tipping"), is prohibited by various laws and our policies.

### Material Information

Material, nonpublic or "inside" information is information about a company that has not been made publicly available. It is also the kind of information a reasonable investor would take into consideration when deciding whether to buy or sell the security of a company. Some examples of information about a company that may be material are:

- Anticipated acquisition, merger, divestiture or sale of a business.
- A significant expansion or cutback of operations.
- A significant product development or important information about a product.
- Extraordinary management or business developments.
- Changes in strategic direction such as entering new markets.
- Company financial results and dividends.

### Bring Out the Best By

- Not buying or selling securities of any company when you have material non-public information about that company.
- Protecting material nonpublic information from the general public including information in both electronic form and in paper copy.
- Raising any questions or concerns about insider trading with the [Legal Department](#).
- Never spreading false information or doing anything to manipulate the price of publicly listed securities.

### Watch Out For

- Requests from friends or family for information about companies we do business with or have confidential information about. Even casual conversations could be viewed as illegal "tipping" of inside information.
- Sharing material nonpublic information with anyone, either on purpose or by accident, unless it is essential for WK Kellogg Co related business. Giving this information to anyone else who might make an investment decision based on your inside information is considered "tipping" and is against the law regardless of whether you benefit from the outcome of their trading.

## Anti-money Laundering

Money laundering is a global problem with far-reaching and serious consequences. It is defined as the process of moving funds made from illegal activities through a legal business to make them appear legitimate. Involvement in such activities undermines our integrity, damages our reputation and can expose our Company and the individuals involved to severe sanctions. We are committed to conducting business in a way that prevents money laundering and complying with all anti-money laundering, financial crimes and anti-terrorism laws wherever we operate.

Be alert to the warning signs of money-laundering. Report any suspicious financial transactions and activities to the [Legal Department](#) or the [Office of Ethics and Compliance](#) and, if required, to appropriate government agencies.

### Watch Out For

- Attempts to pay in cash or in a different currency than shown on the invoice.
- Requests to ship to a country that differs from where payment originated.
- Avoidance of recordkeeping requirements.
- Payments made by someone who is not a party to the transaction.
- Unusual changes to a Consumer's normal pattern of transactions.



# Bringing Out the Best in Our Marketplace



## Government Interactions

We are committed to meeting the many special legal, regulatory and contractual requirements that apply to our government contracts. These requirements may apply to bidding, accounting, invoicing, subcontracting, employment practices, contract performance, gifts and entertainment, purchasing and other matters. These requirements may also flow down to individuals and companies working on our behalf.

If you are responsible for conducting business with the government on behalf of WK Kellogg Co, make sure you know and comply with what is contractually required as well as all laws and regulations that apply to our government-related work.

## Supplier Relations

WK Kellogg Co evaluates and engages with qualified business partners on an objective basis grounded in fairness. When selecting partners, we assess their ability to satisfy our business and technical needs and requirements. All agreements must be negotiated in good faith and fair and reasonable for both parties.

Do your part to hold our business partners to our high standards and ensure they operate ethically, in compliance with the law, and in a way that is consistent with our Code, our policies, our Values and our Supplier Code of Conduct.



## Global Trade

WK Kellogg Co has global operations that support a growing, worldwide Consumer base. To maintain and grow our global standing, we must strictly comply with all applicable laws that govern the import, export and re-export of our products, and with the laws of the countries where our products are manufactured, repaired or used. Any violation of these laws, even unintentionally, could have damaging and long-lasting effects on our business.

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 Department](#) if you receive any request from customers, suppliers or others to participate in a boycott against individuals, companies or countries.
- Seek guidance from the Legal Department if you have a concern about a trade-related issue.

### Anti-boycott Regulations

We are subject to the anti-boycott provisions of U.S. law that require us to refuse to participate in foreign boycotts that the United States does not sanction. We promptly report any request to join in, support or furnish information concerning a non-U.S.-sanctioned boycott.

### Watch out for 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.



### Bring Out the Best By

- Obtaining all necessary licenses before the export or re-export of products, services or technology.
- Reporting complete, accurate and detailed information regarding every imported product, including its place(s) of manufacture and its full cost.
- Directing any questions you have regarding imports or exports of our products, parts or technology to the [Legal Department](#) or the [Office of Ethics and Compliance](#).

### Watch Out For

- Transferring technical data and technology to someone in another country, such as through email, conversations, meetings or database access. This restriction applies to sharing information with coworkers, as well as non-employees.
- Transporting Company assets that contain certain technology (such as a computer an associate takes on a business trip) to another country.

### Chew On This ...

**My work requires regular interaction with Customs officials. As part of my job, I am routinely asked to provide the Customs Service with information about our imports and exports. Do I really need to contact the Legal Department prior to each and every submission of information to the government?**

The right approach here would be to discuss with the Legal Department the types of requests your department routinely receives from Customs. These routine requests, once understood, might be handled without any legal review. Extraordinary requests would still require the Legal Department's review to ensure that you are responding accurately, fully and in accordance with the law.





## Anti-bribery and Corruption

WK Kellogg Co is committed to complying with all applicable anti-corruption laws. We believe that all forms of corruption (including bribery, kickbacks, fraud and other corrupt practices) are an inappropriate way to conduct business regardless of local customs.

Do not pay or accept bribes or kickbacks, at any time for any reason. This applies equally to any person or company representing our Company. Our partners must understand that they are required to operate in strict compliance with our standards and to maintain accurate records of all transactions. Never ask them to do something that we are prohibited from doing ourselves.

### Key Definitions

**Bribery** means giving or receiving anything of value (or offering to do so) to obtain a business, financial or commercial advantage (including favorable treatment).

**Corruption** is the abuse of an entrusted power for personal gain.

**Facilitation payments** are typically small payments to a low-level government official that are intended to encourage them to perform their responsibilities.

**Government officials** include government employees, political parties, candidates for office, employees of public organizations and government-owned entities.

### Bring Out the Best By

- Understanding the standards set forth under anti-bribery laws that apply to your role at WK Kellogg Co.
- Never giving, offering or promising anything of value to a government official or anyone else to gain a business advantage.
- Never offering or accepting bribes or kickbacks.
- 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 WK Kellogg Co policies related to giving and receiving gifts and entertainment.
- Exercise due diligence and carefully monitor third parties acting on our behalf particularly when dealing in countries with high corruption rates and in situations where “red flags” would indicate further screening is needed.
- Accurately and completely recording all payments and receipts completely and accurately.
- Only covering proportionate, reasonable, bona fide hospitality and business expenditures.

### Watch Out For

- Apparent violations of anti-bribery laws by our business partners.
- Agents who do not wish to have all terms of their engagement with WK Kellogg Co clearly documented in writing.

See, [Gifts and Entertainment](#).

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

### Chew On This ...

**I work with a foreign agent in connection with our operations in another country. I suspect that some of the money we pay this agent goes toward making payments or bribes to government officials. What should I do?**

This should be reported to the Office of Ethics and Compliance for investigation. If there is bribery and we fail to act, both you and WK Kellogg Co could be liable. Investigating these kinds of situations can be culturally difficult in some countries, but anyone doing business with us should understand the necessity of these measures. It is important and appropriate to remind them of this policy.



## Cooperating With Investigations and Audits

From time to time, employees may be asked to participate in internal and external investigations and audits that are conducted by our Company or by government officials. All employees are expected to fully cooperate with all such requests and ensure that any information provided is true, accurate and complete.

If you learn of a potential government investigation or inquiry, immediately notify your manager and the [Legal Department](#) before taking or promising any action. If you are directed by our Company to respond to a government official's request, extend the same level of cooperation and again, ensure that the information you provide is true, accurate and complete.

### Watch Out For

- Falsified information. Never destroy, alter or conceal any document in anticipation of or in response to a request for these documents.
- Unlawful influence. Never provide or attempt to influence others to provide incomplete, false or misleading statements to a Company or government investigator.



## Fair Competition

We believe in winning with purpose. This is done by engaging in free and open competition and never engaging in practices that may limit competition or try to gain competitive advantages through unethical or illegal business practices.

Do not engage in conversations with competitors about competitively sensitive information or engage in any anti-competitive behavior, including setting prices or dividing up Consumers, suppliers or markets. Even the appearance of improper agreements with competitors can harm our reputation and risk legal action. Antitrust laws are complex and compliance requirements 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. Seek help with any questions about what is appropriate and what is not from the [Legal Department](#) or the [Office of Ethics and Compliance](#).

### Be Alert to Anti-competition Warning Signs

In general, the following activities are red flags, should be avoided, and, if detected, reported to the Legal Department or the Office of Ethics and Compliance:

- Sharing our Company's competitively sensitive information with a competitor.
- Sharing competitively sensitive information of business partners or other third parties with their competitors.
- Attempting to obtain nonpublic information about competitors from new hires or candidates for employment.
- Never discuss or reach agreements about any aspect of the following without written approval from the Legal Department: pricing or price formulas, territories, markets, contracts, production, customers, suppliers, competitors, inventory, cost or capacity.

### Bring Out the Best By

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 WK Kellogg Co products on the purchase of other WK Kellogg Co products without prior approval from the Legal 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 contest are done 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 customers.

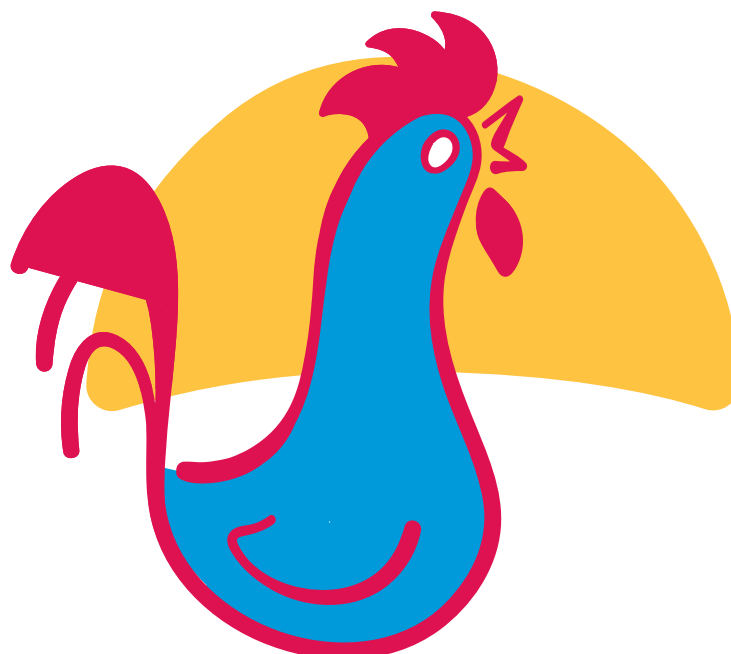
### Watch Out For

- **Collusion** – when companies secretly communicate or agree on how they will compete. This could include agreements or exchanges of information on pricing, terms, wages or allocations of markets. Conduct all relations with competitors, including social activities, as if they will be scrutinized by the government.
- **Bid-rigging** – when competitors or service providers manipulate bidding so that fair competition is limited. This may include comparing bids, agreeing to refrain from bidding or knowingly submitting noncompetitive bids.
- **Tying** – when a company with market power forces Consumers to agree to services or products that they do not want or need.
- **Predatory pricing** – when a company with market power sells a service below cost to eliminate or harm a competitor, with the intent to recover the loss of revenue later by raising prices after the competitor has been eliminated or harmed.

### Chew On This ...

**I received sensitive pricing information from one of our competitors. What should I do?**

You should contact the **Legal Department** or the **Office of Ethics and Compliance** without delay and before any further action is taken. It is important, from the moment we receive such information, that we demonstrate respect for anti-trust laws, and we make it clear that we expect others to do the same. This requires appropriate action that can only be decided on a case-to-case basis and may include sending a letter to the competitor.



## Sourcing Responsibly and Protecting Human Rights

We conduct our business in a manner that respects the human rights and dignity of all, and we support international efforts to promote and protect human rights, including an absolute opposition to forced labor including slavery and human trafficking.

We expect our business partners to act ethically and protect the rights of all workers. We are committed to maintaining an ethical and transparent supply chain free of forced labor. Each of us is accountable to eliminate abuses such as child labor, slavery, human trafficking and forced labor.

### Bring Out the Best By

- Reporting any suspicion or evidence of human rights abuses in our operations or in the operations of our suppliers.
- If you deal with current or prospective suppliers, ensure their business practices comply with our Supplier Code of Conduct.
- Report to the **Office of Ethics and Compliance** any concerns that a WK Kellogg Co business partner may be operating illegally or unethically. Do this whether or not there is an imminent risk to the Company's business or reputation.
- Remember that respect for human dignity begins with our daily interactions with one another, our business partners and our Consumers. It includes promoting diversity and doing our part to protect the rights and dignity of everyone with whom we do business.

### Chew On This ...

**When I was visiting a new supplier, I noticed employees working there who seemed underage. When I asked about it, I did not get a clear answer. What are my next steps?**

You did the right thing first to be on the lookout for human rights abuses and second to raise the issue with our supplier. The next step is to report the incident to the Office of Ethics and Compliance. We are committed to human rights and to the elimination of human rights abuses including child labor.

# Bringing Out the Best in Our Community



## Protecting the Environment

We exist to inspire gr-r-reat days and recognize our environmental and societal responsibilities are a key part of fulfilling that purpose. We are committed to sustainability and to minimizing damage to the environment as well as any potential harm to the health and safety of employees, Consumers and the public.

WK Kellogg Co has been committed to good stewardship of the environment since our founding. We Show Up as One Company by protecting employee safety and the environment. We demonstrate this behavior by reading and understanding all the information provided by our Company that is relevant to your job and operating in full compliance with environmental, health and safety laws and regulations.



### Bring Out the Best By

- Fully cooperating with environmental, health and safety training, and with our Company's periodic compliance reviews of our products and operations.
- Stopping work and reporting any situation that you believe could result in an unsafe working condition or damage to the environment.
- Providing complete and accurate information in response to environmental, health and safety laws, regulations and permits.
- Being proactive and look for ways we can minimize waste, energy and use of natural resources.
- Contact the [Office of Ethics and Compliance](#) if you have any questions about compliance with environmental, health and safety laws and policies.



## Contributing to Our Communities

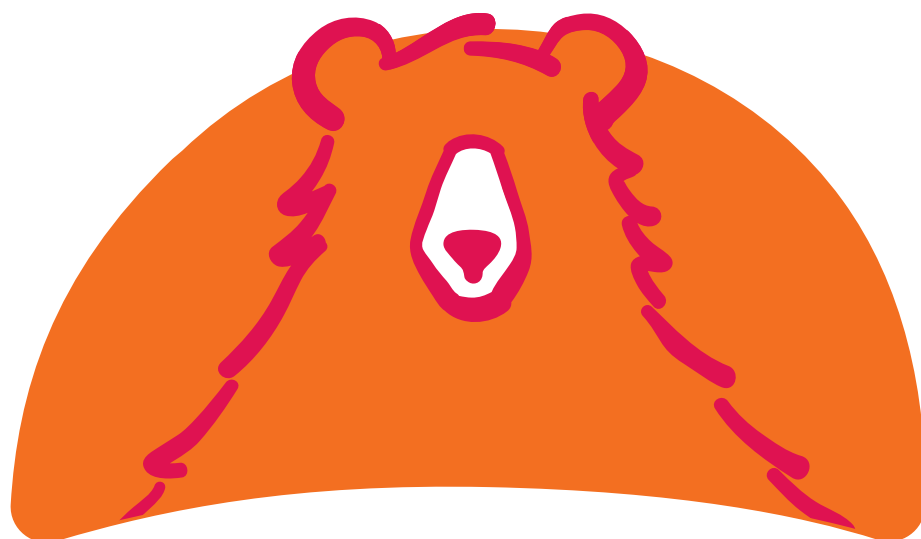
Our founder, W.K. Kellogg, was not just a great entrepreneur. He was also a leading philanthropist, early conservationist and the original well-being visionary. We believe in giving back in meaningful ways.

Corporate social responsibility is an integral part of WK Kellogg Co's culture. We believe in making a positive difference in people's lives and engaging responsibly in charitable activities to make a positive impact in the communities where we live and work. As a Company, we contribute funds, time and talent to support Company-wide programs and local causes. We encourage (but do not require) employees to support our communities by volunteering and participating in charitable activities and professional development opportunities, such as serving on nonprofit boards.

WK Kellogg Co also encourages you to make a difference on a personal level, supporting charitable and civic causes that are important to you. Be sure your activities are lawful and consistent with our policies and that you are participating on your own time and at your own expense.

### Bring Out the Best By

- Honoring our K Values and upholding the standards in our Code to ensure we always conduct our activities in accordance with the law.
- Making sure that outside activities do not interfere with our job performance or create a conflict of interest.
- Obtaining proper approval before donating company funds or making contributions in WK Kellogg Co's name.
- Verifying that Company charitable contributions comply with applicable laws.
- Never pressuring others to contribute to charitable organizations or other community causes.



## Participating in Politics and Government Affairs

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.

### Personal Political Activity

WK Kellogg Co supports individual participation in civic and political activities, including holding political office.

WK Kellogg Co employees have the right to provide personal finance 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.

### Bring Out the Best By

- Making it clear that your political views and activities are your own, and not those of WK Kellogg Co.
- Informing our Government Relations Department or [Office of Ethics and Compliance](#) when considering running for political office and following your appointment or election. This will help to avoid any potential conflicts of interest.
- Paying for all personal political activities from your own funds. WK Kellogg Co does not reimburse employees for personal political contributions or other expenses related to political activities.

### Watch Out For

- **Pressure.** Never apply direct or indirect pressure on another employee to contribute to, support or oppose any political candidate or party.
- **Improper influence.** Avoid even the appearance of making political or charitable contributions in order to gain favor or in an attempt to exert improper influence.
- **Conflicts of interest.** Holding or campaigning for political office must not create, or appear to create a conflict of interest with your duties at WK Kellogg Co.

### Corporate Political Activity

Wherever we do business, we comply with all federal, state, local and foreign election laws, rules and regulations.

Employees may not make any direct or indirect political contribution or expenditure on behalf of WK Kellogg Co or with Company funds unless permitted by applicable law and approved in advance by the [Legal 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 work hours for fundraising activities.
- Paying for advertisements and other campaign expenses.

## Lobbying

WK Kellogg Co will never attempt to apply improper influence on any government agency, representative or legislator to produce an outcome favorable to WK Kellogg Co. 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 involved in lobbying if your work involves:

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

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

See, [Gifts and Entertainment](#) and [Anti-bribery and Corruption](#).

### Chew On This ...

**I will be attending a fundraiser for a candidate running for local office. Is it OK to mention my position at WK Kellogg Co as long as I do not use any Company funds or resources?**

**No. It would be improper to associate our name in any way with your personal political activities.**

**I would like to invite an elected official to speak at an upcoming Company event. Would that be a problem?**

You must get approval from the Government Relations team before inviting an elected official or other government official to attend a Company event. If the invitee is in the midst of a reelection campaign, the Company event could be viewed as an endorsement of the candidate. Depending on local laws, any food, drink or transportation provided to the invitee could be considered a gift. In most cases, there would be limits and reporting obligations.

## Committing to Our Code



At WK Kellogg Co, we believe in following all applicable laws and regulations. All WK Kellogg Co employees must complete and submit this Acknowledgement Form annually and participate in all required ethics and compliance training.

Submitting this form indicates that you have read and understood our Code of Ethics and:

- Have complied with the Code to the best of your knowledge.
- Have reported any possible conflicts of interest.
- Will contact management or use any of the reporting methods included in this Code if you have concerns related to a team member or business conduct.

Signature: \_\_\_\_\_

Date: \_\_\_\_\_



# 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. Some of the ways Mr. Kellogg modeled the ethical behavior that we still honor today includes:

- Instituting a practice to give every distributor the same favorable arrangements at a time when other companies were trying to reach the most favorable arrangement with each distributor with varying results.
- Reducing hours and creating more shifts during the Great Depression so more people could work and support their families.
- Investing his corporate profits in people during a particularly profitable year, in contrast to other corporate leaders who focused on amassing fortunes.
- Using his wealth to establish the W.K. Kellogg Foundation (WKKF) in 1930. This private foundation is among the largest philanthropic foundations in the United States. Guided by the belief that all children should have an equal opportunity to thrive, WKKF works with communities to create conditions for vulnerable children so they can realize their full potential in school, work and life.

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 Bring Out the Best in Each Other with every action we take on behalf of WK Kellogg Co.

When we are guided by Values or beliefs and not just rules, we understand and evidence that understanding with our behaviors. 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.



Bring Out the *Best* in *Each Other*



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



Bring Out the *Best* for *Our Consumer*



We exist to create *joy* for our *Consumers* with safe, high-quality, great-tasting foods.



Bring Out the *Best* for *Our Investors*



We *Win* With Purpose, making us a preferred investment that demonstrates agile growth through our "*Make It Better*" Mindset.



Bring Out the *Best* in *Our Marketplace*



We *Create* and *Act Boldly*. We partner with those who demonstrate our Values of integrity amid vigorous competition.



Bring Out the *Best* in *Our Community*



We use *natural resources* responsibly and support our communities.



# Speaking Up and Seeking Guidance Resources



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

Resource:	Contact:
Human Resources	<b>833-365-2495</b>
Office of Ethics and Compliance	<a href="mailto:wkkcoffice.ethics@wkkellogg.com">wkkcoffice.ethics@wkkellogg.com</a>
Ethics HelpLine	Canada 1-844-597-9403
	US 1-844-597-8707
	Mexico 8008800865
	Puerto Rico & the Caribbean 1-844-597-9578
The Legal Department	<a href="mailto:wkkcoffice.ethics@wkkellogg.com">wkkcoffice.ethics@wkkellogg.com</a>

## Ethics Line

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

The Ethics Line is operated 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 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.

