SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<u>El-Zoghbi Georges</u>	2. Date of Even Requiring State (Month/Day/Yea 04/23/2018	ment	3. Issuer Name and Ticker or Trading Symbol <u>Kraft Heinz Co</u> [KHC]					
(Last) (First) (Middle) C/O THE KRAFT HEINZ COMPANY			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)		
ONE PPG PLACE, SUITE 3200			Officer (give title below)	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) PITTSBURGH PA 15222						X		y One Reporting Person y More than One erson
(City) (State) (Zip)								
	Table I - No	n-Derivat	tive Securities Beneficiall	y Owned				
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)	Form: Direc	Form: Direct (D) (Ins or Indirect (I)		lature of Indirect Beneficial Ownership tr. 5)	
Common Stock			112,817(1)	D				
(e			e Securities Beneficially Ints, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	07/08/2015	02/23/2022	Common Stock	16,720	32.54		D	
Stock Options (right to buy)	07/08/2015	02/25/2023	Common Stock	50,757	38.63		D	
Stock Options (right to buy)	07/08/2015	02/27/2024	Common Stock	52,212	45.59		D	
Stock Options (right to buy)	07/08/2015	02/26/2025	Common Stock	61,110	52	.7	D	
Stock Options (right to buy)	03/01/2022 ⁽²⁾	03/01/2027	Common Stock	164,060	91.	43	D	

Explanation of Responses:

1. Includes 59,362 shares of common stock; 50,977 restricted stock units (including (a) 15,588 RSUs issued pursuant to the Issuer's Bonus Swap Program that vest on March 1, 2021, subject to limited pro rata vesting in certain circumstances such as termination without cause, death or disability, and (b) 35,389 RSUs issued on January 1, 2017 that cliff vest on December 31, 2019 subject to continued service with the Issuer); and 2,478 shares acquired through a dividend reinvestment program.

2. Options cliff-vest on March 1, 2022, subject to pro rata vesting in certain circumstances such as termination without cause, death or disability.

Remarks:

/s/ Christopher H. Anderson, by Power of Attorney

04/25/2018

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

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 Number.