FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, [D.C. 20549
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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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

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

1. Name and Address of Reporting Person* Frost Diana					Kra	2. Issuer Name and Ticker or Trading Symbol Kraft Heinz Co [KHC]								(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify				
(Last)	,	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/01/2024								belov	v) `	below browth Office)``		
C/O THE KRAFT HEINZ COMPANY ONE PPG PLACE, SUITE 3200					4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)	URGH PA	I PA 15222													X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(Si	(State) (Zip)					Rule 10b5-1(c) Transaction Indication												
	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.											ended to							
		Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired	, Dis	posed of	, or E	3en	eficial	ly Own	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)			Execution Date,		3. Transaction Code (Instr. 8)					3, 4 and Securities Beneficially		ties cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership					
									Code	v	Amount	(A) (D)	or	Price	Transa	ted action(s) 3 and 4)		(Instr. 4)	
Common Stock 03/01/2						024			A		12,472(1)) A .		\$0	33,512		D		
Common Stock 03/01/20					024			A		9,038(2)	A \$0		4	2,550	D				
Common	Common Stock 03/01/202)24			A		2,486 ⁽³⁾ A		1	\$35.13		5,036	D		
Common	ommon Stock 03/01/20					024			A		1,240(4)	,240 ⁽⁴⁾ A		\$ <mark>0</mark>	\$0 46,276		D		
Common Stock 03/01/20				:024				F 1,419 ⁽⁵⁾		1,419(5)	Г)	\$35.13		4,857	D			
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)	Title of 2. 3. Transaction 3A. Deemed Execution Date Execution Date, or Exercise (Month/Day/Year) if any					nsaction de (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Yea		isable and 7. Title Amoun		unt of rities rlying ative rity (I	f S	erivative derivecurity Secunstr. 5) Bene Owner Follo Repo	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable	or		mber ares						

Explanation of Responses:

- 1. Subject to the terms and conditions of the applicable award agreement, these restricted stock units are scheduled to settle in stock 75% on March 1, 2027 and 25% on March 1, 2028.
- 2. Subject to the terms and conditions of the applicable award agreement, these restricted stock units awarded pursuant to the Issuer's Bonus Investment Plan are scheduled to settle in stock 100% on
- 3. Common stock issued pursuant to the compensation committee approved Issuer's Bonus Investment Plan.
- 4. Represents the number of shares earned under performance share units granted on March 1, 2021 for which the performance period has been completed and achievement certified, and 100% of which vest and settle in stock on March 1, 2024, subject to the terms and conditions of the applicable award agreement.
- 5. Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of performance share units and restricted stock units.

Remarks:

/s/ Nicole Fritz by Power of <u>Attorney</u> ** Signature of Reporting Person

03/05/2024

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 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).

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.