

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On January 6, 2020, The Kraft Heinz Company (the “Company”) announced the appointment of Flavio Torres, age 50, as Head of Global Operations. Mr. Torres will lead Global Operations, including Manufacturing, Logistics and Quality. He joins the Company from Anheuser-Busch Inbev SA/NV (“AB InBev”), a multinational drink and brewing holdings company and one of the world’s largest consumer goods companies. Mr. Torres most recently served as Global Operations VP of AB InBev from 2017 to 2019 and as Supply Chain VP at Ambev S.A., a subsidiary of AB InBev, from 2014 to 2016. The Compensation Committee of the Board of Directors approved the terms of Mr. Torres’ new compensation as follows: annual base salary of \$455,000 and annual incentive target opportunity of 175% of base salary. Mr. Torres will be eligible to participate in the Company’s Bonus Swap Program, which would allow him to invest a portion of his annual bonus towards the purchase of shares of the Company’s common stock. The Company would in turn grant a matching contribution of restricted stock units that vest on terms and conditions determined by the Compensation Committee. He will receive a one-time equity grant having a value of \$6 million, to be allocated equally between performance share units and restricted stock units and to be awarded as part of the Company’s annual grant cycle. In addition, Mr. Torres will also receive a one-time grant of restricted stock units having a value equal to \$455,000. Mr. Torres has no familial relationships nor related person transactions with the Company that would require disclosure under Items 401(d) or 404(a) of Regulation S-K in connection with his appointment described above.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Kraft Heinz Company

January 6, 2020

By: /s/ Rashida La Lande

Rashida La Lande

Senior Vice President, Global General Counsel and Head
of CSR and Government Affairs; Corporate Secretary