

Form 5500

Annual Return/Report of Employee Benefit Plan

OMB Nos. 1210-0110 1210-0089

2024

This Form is Open to Public Inspection

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

Complete all entries in accordance with the instructions to the Form 5500.

Part I Annual Report Identification Information

For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

- A This return/report is for: [] a multiemployer plan [] a multiple-employer plan... [X] a single-employer plan [] a DFE... B This return/report is: [] the first return/report [] the final return/report... C If the plan is a collectively-bargained plan, check here... D Check box if filing under: [X] Form 5558 [] automatic extension... E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here...

Part II Basic Plan Information—enter all requested information

1a Name of plan WK KELLOGG CO SAVINGS & INVESTMENT PLAN
1b Three-digit plan number (PN) 016
1c Effective date of plan 08/04/2023
2a Plan sponsor's name (employer, if for a single-employer plan) WK KELLOGG CO
2b Employer Identification Number (EIN) 92-1243173
2c Plan Sponsor's telephone number 800-962-1413
2d Business code (see instructions) 311200

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

Table with 4 columns: SIGN HERE, Signature of plan administrator, Date, Enter name of individual signing as plan administrator. Includes rows for employer/plan sponsor and DFE.

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2024) v. 240311

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) Yes No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) Yes No

11c Enter the Receipt Confirmation Code for the 2024 Form M-1 annual report. If the plan was not required to file the 2024 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection.
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

A Name of plan <u>WK KELLOGG CO SAVINGS & INVESTMENT PLAN</u>	B Three-digit plan number (PN)	<u>016</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>WK KELLOGG CO</u>	D Employer Identification Number (EIN) <u>92-1243173</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WKKC MASTER S&I TRUST</u>		
b Name of sponsor of entity listed in (a): <u>WK KELLOGG CO</u>		
c EIN-PN <u>92-1243173-006</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>325995722</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN

d Entity code

e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024	
A Name of plan WK KELLOGG CO SAVINGS & INVESTMENT PLAN	B Three-digit plan number (PN) ▶ 016
C Plan sponsor's name as shown on line 2a of Form 5500 WK KELLOGG CO	D Employer Identification Number (EIN) 92-1243173

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets	(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	
b Receivables (less allowance for doubtful accounts):		
(1) Employer contributions	1b(1)	
(2) Participant contributions	1b(2)	
(3) Other	1b(3)	
c General investments:		
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	
(2) U.S. Government securities	1c(2)	
(3) Corporate debt instruments (other than employer securities):		
(A) Preferred	1c(3)(A)	
(B) All other	1c(3)(B)	
(4) Corporate stocks (other than employer securities):		
(A) Preferred	1c(4)(A)	
(B) Common	1c(4)(B)	
(5) Partnership/joint venture interests	1c(5)	
(6) Real estate (other than employer real property)	1c(6)	
(7) Loans (other than to participants)	1c(7)	
(8) Participant loans	1c(8)	2369772
(9) Value of interest in common/collective trusts	1c(9)	
(10) Value of interest in pooled separate accounts	1c(10)	
(11) Value of interest in master trust investment accounts	1c(11)	272510000
(12) Value of interest in 103-12 investment entities	1c(12)	
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	
(15) Other.....	1c(15)	9146239
		2821290
		325995722
		9406340

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)		
(2) Employer real property.....	1d(2)		
e Buildings and other property used in plan operation.....	1e		
f Total assets (add all amounts in lines 1a through 1e).....	1f	284026011	338223352
Liabilities			
g Benefit claims payable.....	1g		
h Operating payables.....	1h		
i Acquisition indebtedness.....	1i		
j Other liabilities.....	1j	99085	140249
k Total liabilities (add all amounts in lines 1g through 1j).....	1k	99085	140249
Net Assets			
l Net assets (subtract line 1k from line 1f).....	1l	283926926	338083103

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)	12112005	
(B) Participants.....	2a(1)(B)	15500993	
(C) Others (including rollovers).....	2a(1)(C)	3924314	
(2) Noncash contributions.....	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		31537312
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)		
(B) U.S. Government securities.....	2b(1)(B)		
(C) Corporate debt instruments.....	2b(1)(C)		
(D) Loans (other than to participants).....	2b(1)(D)		
(E) Participant loans.....	2b(1)(E)	191456	
(F) Other.....	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		191456
(2) Dividends:			
(A) Preferred stock.....	2b(2)(A)		
(B) Common stock.....	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents.....	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds.....	2b(4)(A)		
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result.....	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate.....	2b(5)(A)		
(B) Other.....	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		43514853
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		1055508
d Total income. Add all income amounts in column (b) and enter total	2d		76299129

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	22142952	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		22142952
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Recordkeeping fees	2i(3)		
(4) IQPA audit fees	2i(4)		
(5) Investment advisory and investment management fees	2i(5)		
(6) Bank or trust company trustee/custodial fees	2i(6)		
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)		
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		0
j Total expenses. Add all expense amounts in column (b) and enter total	2j		22142952

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		54156177
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) Unmodified (2) Qualified (3) Disclaimer (4) Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) DOL Regulation 2520.103-8 (2) DOL Regulation 2520.103-12(d) (3) neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **BDO USA, P.C.**

(2) EIN: **13-5381590**

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) This form is filed for a CCT, PSA, DCG or MTIA. (2) It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
e Was this plan covered by a fidelity bond?	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? Yes No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) Yes No Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2024 This Form is Open to Public Inspection.
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

A Name of plan <u>WK KELLOGG CO SAVINGS & INVESTMENT PLAN</u>	B Three-digit plan number (PN) ▶	<u>016</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>WK KELLOGG CO</u>	D Employer Identification Number (EIN) <u>92-1243173</u>	

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....

1		0
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2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):
EIN(s): 36-3046063 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....

3	
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Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... Yes No N/A
If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____
If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a	
b Enter the amount contributed by the employer to the plan for this plan year	6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c	

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... Yes No N/A

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... Yes No N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... Increase Decrease Both No

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? Yes No

11 a Does the ESOP hold any preferred stock?..... Yes No

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... Yes No

12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... Yes No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. Complete as many entries as needed to report all applicable employers.

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

a Name of contributing employer _____

b EIN _____ **c** Dollar amount contributed by employer _____

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: Hourly Weekly Unit of production Other (specify): _____

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment).....	14a	
b The plan year immediately preceding the current plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	14b	
c The second preceding plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	14c	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....	16b	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment

19 If the total number of participants is 1,000 or more, complete lines (a) and (b):

a Enter the percentage of plan assets held as:
 Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____%
 High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____%

b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:
 0-5 years 5-10 years 10-15 years 15 years or more

20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? Yes No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:
 Yes.
 No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.
 No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.
 No. Other. Provide explanation: _____

Part VII IRS Compliance Questions

21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? Yes No

21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).
 Design-based safe harbor method
 "Prior year" ADP test
 "Current year" ADP test
 N/A

22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter ___/___/____ (MM/DD/YYYY) and the Opinion Letter serial number _____.

WK Kellogg Co

Savings and Investment Plan

Financial Statements and Supplemental Schedule

December 31, 2024 and 2023

WK Kellogg Co
Savings and Investment Plan
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Note: Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.	



Tel: 616-774-7000
Fax: 616-776-3680
www.bdo.com

200 Ottawa Ave NW, Suite 300
Grand Rapids, MI 49503

Independent Auditor's Report

To Plan Participants and ERISA Finance Committee of
WK Kellogg Co Savings and Investment Plan
Battle Creek, Michigan

Opinion

We have audited the financial statements of WK Kellogg Co Savings and Investment Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA). The financial statements comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statement of changes in net assets available for benefits for the year ended December 31, 2024, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2024 and 2023, and the changes in its net assets available for benefits for the year ended December 31, 2024, in accordance with accounting principles generally accepted in the United States of America (GAAP).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with GAAP, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Management is responsible for maintaining a current plan instrument, including all plan amendments. Management is also responsible for administering the Plan and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplemental Schedule Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets (Held at End of Year) as of December 31, 2024, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to



prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including their form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying supplemental schedule is fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

BDO USA, P.C.

Grand Rapids, Michigan
June 23, 2025

WK Kellogg Co
Savings and Investment Plan
Statement of Net Assets Available for Benefits
December 31, 2024 and 2023

	<u>2024</u>	<u>2023</u>
Assets		
Plan interest in WKKC Master S&I Trust, at fair value	\$ 313,668,239	\$ 260,087,903
Plan interest in WKKC Master S&I Trust, at contract value	13,083,730	12,449,175
Self-directed brokerage accounts, at fair value	<u>9,406,340</u>	<u>9,146,239</u>
	336,158,309	281,683,317
Receivables		
Notes receivable from participants	<u>2,821,290</u>	<u>2,369,772</u>
Total assets	338,979,599	284,053,089
Liabilities		
Accrued expenses	140,249	99,085
Net assets available for benefits	<u>\$ 338,839,350</u>	<u>\$ 283,954,004</u>

The accompanying notes are an integral part of these financial statements.

WK Kellogg Co
Savings and Investment Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2024

Additions	
Investment income	
Change in Plan interest in WKKC Master S&I Trust	\$ 44,583,763
Net appreciation in fair value of self directed brokerage accounts	1,055,508
Total investment income	<u>45,639,271</u>
Interest income on notes receivable from participants	191,456
Contributions	
Employer	12,112,005
Participant	15,500,993
Rollovers	3,924,314
Total contributions	<u>31,537,312</u>
Total additions	<u>77,368,039</u>
Deductions	
Benefits paid to participants	22,142,952
Administrative expenses	339,741
	<u>22,482,693</u>
Net increase	<u>54,885,346</u>
Net assets available for benefits	
Beginning of year	<u>283,954,004</u>
End of year	<u>\$ 338,839,350</u>

The accompanying notes are an integral part of these financial statements.

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

1. Description of the Plan

The following description of the Plan is provided for general information purposes only. Participants should refer to the Plan document for a more comprehensive description of the Plan's provisions. The WK Kellogg Co Savings and Investment Plan (the Plan), originally effective August 4, 2023, operates as a qualified defined contribution plan with a 401K feature and was established under Section 401(a) of the Internal Revenue Code. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

On October 2, 2023, the Spin-Off of WK Kellogg Co from the former parent was completed, resulting in two independent companies, WK Kellogg Co and Kellanova.

Effective August 4, 2023, the portion of the Kellogg Company Savings and Investment Plan (now Kellanova Plan) attributable to employees of WK Kellogg Co (the Company or the Employer) and the other participating employers was spun off and transferred into the Plan. The Company also established the WK Kellogg Co Master Savings and Investment Trust (WKKC Master S&I Trust) effective August 4, 2023.

Plan Administration

The Plan is administered by the ERISA Finance Committee and the ERISA Administrative Committee appointed by the Company. The ERISA Finance Committee has appointed Fidelity Investments to provide recordkeeping and financial advisory services to the Plan and participants.

Plan Participation and Contributions

Generally, all full time, non-union employees of the Company and its U.S. subsidiaries including Puerto Rico are eligible to participate in the Plan on the date of hire. The Plan includes an auto-enrollment provision whereby all newly eligible employees are automatically enrolled in the Plan unless they affirmatively elect not to participate in the Plan. Automatically enrolled participants have their pretax deferral rate set at 5% of eligible compensation and their contributions invested in a designated fund until changed by the participant. Annual re-enrollment will occur if the participant contributes less than 5% of their pretax eligible wages. Participants may opt-out of the annual re-enrollment before January 31 of any given year.

Participants may contribute up to 50% of their eligible compensation, as defined by the Plan, as pretax or Roth contributions, up to the maximum allowed under the Internal Revenue Code ("IRC"). Participants who have attained age 50 before the end of the year are eligible to make catch-up contributions. Participants may also contribute rollover amounts representing distributions from other qualified plans.

The Company makes safe harbor matching contributions at 100% of deferrals on the first 3% of eligible compensation and 50% of deferrals on the next 2% of eligible compensation. Each year, the Company may make a Special Employer Contribution at their discretion in terms of dollars, a percentage of profits percentage of compensation or any other terms determined by the employer. In addition, the Company may, at its discretion, periodically make a Retirement Contribution. The Retirement Contribution is paid to eligible employees each pay period, and is based on the employee's years of service with the Company, as follows:

- 3% of base pay for service up to 10 years
- 5% of base pay for service of 10 years up to 20 years
- 7% of base pay for service of 20 years or more

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

There were no discretionary employer contributions made to the Plan for 2024.

Participant Accounts

Plan participants may elect to invest all contributions to their account and their existing account balances into the various investment options offered by the Plan, including Company common stock. Contributions held in Company common stock can be transferred by a participant at any time to any other investment fund available under the Plan, except for transfers prohibited under the Company's Insider Trading Policy. Each participant's account is credited with the participant's contribution, the Company's contribution and Plan earnings, and charged with an allocation of Plan expenses. Allocations are based on participant earnings, specific participant transactions, or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

On October 2, 2023, the Spin-Off of WK Kellogg Co from the former parent was completed through Kellanova's distribution of one share of WK Kellogg Co common stock for every four shares of Kellanova common stock to Kellanova's share owners as of the close of business on the record date of September 21, 2023.

Former Kellogg Company common stock held by participants were exchanged for shares of WK Kellogg Co Company stock and Kellanova stock. No additional purchases of Kellanova stock are permitted in WK Kellogg Co plans and all Kellanova stock held by participants will be sold on or about the date the acquisition of Kellanova by Mars, Inc. is effectuated. Any dividends on Kellanova stock after August 4, 2023 are invested according to the participant's investment elections for current contributions. Effective January 1, 2024, no more than 20% of the value of a participant's account may be invested in the Company stock account, and no more than 20% of the participant's ongoing contributions may be invested in the Company stock account.

Vesting

Participants are immediately vested in their contributions, Company safe harbor matching contributions, and Special Employer Contributions, plus actual earnings thereon. Vesting in the Company's Retirement Contribution portion of their accounts is based on years of continuous service. The vesting schedule provides for 100% vesting of employer contributions after 3 years of credited service.

Forfeited Accounts

At December 31, 2024 and 2023, forfeited nonvested accounts totaled \$117,492 and \$31,770, respectively. These accounts may be used to reduce future employer contributions or to pay plan administrative expenses. During 2024, \$77,470 forfeitures were used to pay plan administrative expenses.

Notes Receivable From Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their account balance. Participants may have only one loan outstanding at any time. The loans are secured by the vested balance in the participant's account and bear interest at a rate of 1% above the prime interest rate in the month the loan begins. Principal and interest are paid ratably through payroll deductions. Loans uncollectible are recorded as participant withdrawals. These loans are subject to certain restrictions as defined by the Plan document and applicable restrictions under the IRC.

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

Payment of Benefits

On termination of service, participants may elect to receive payment of their account balances as a lump sum, a partial distribution, or installment payments, if the account balance is over \$5,000. Account balances equal to \$5,000 or less are paid as a lump sum. Participants with investments in Company common stock may elect to receive that portion of their distribution in shares. Participants over 59 1/2 may request an in-service withdrawal of all or a portion of certain types of contributions under standard in-service withdrawal rules. Withdrawals may also be made when a participant demonstrates financial hardship.

2. Summary of Significant Accounting Policies

Basis of Accounting

The Plan's financial statements are prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires the Plan's management to make estimates and assumptions that affect the reported amounts of net assets and liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The investments of the Plan are reported at fair value (except for fully benefit responsive investment contracts, which are reported at contract value). The fair value of a financial instrument is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). Contract value is the relevant measure for the portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit responsive investment contracts because contract value is the amount participants normally would receive if they were to initiate permitted transactions under the terms of the Plan. See Note 3 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Plan Interest in Master Trust

The Plan's investments are held in the WK Kellogg Co Master Savings and Investment Trust (WKKC Master S&I Trust) and are co-invested with the assets of another defined contribution plan sponsored by the Company. The Northern Trust Company (Northern Trust) is the Trustee for the WKKC Master S&I Trust.

The Plan's divided interest in the WKKC Master S&I Trust's net assets and investment activities is based upon the total of each individual participant's share of the WKKC Master S&I Trust. The fair value and contract value of the Plan's interest in the WKKC Master S&I Trust as of December 31, 2024 and 2023 reflects the Plan's interest in the fair value and contract value of the underlying net assets of the WKKC Master S&I Trust. The Plan presents in its statement of changes in net assets available for benefits an allocation of the WKKC Master S&I Trust's net income (loss) for the period which consists of realized gains or losses, unrealized appreciation (depreciation) on investments and interest and dividend income.

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

Self Directed Brokerage Account

A self directed brokerage account was established with Fidelity Investments. Fidelity Investments is the custodian of all funds held within the brokerage account. Due to these investments being held by a separate custodian, funds held within a participant's self directed brokerage account are presented as a separate plan investment on the Statements of Net Assets Available for Benefits. Investments earnings related to the self directed brokerage account are included in net appreciation/(depreciation) in fair value of investments.

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. Loans determined to be uncollectible are recorded as participant withdrawals.

Expenses of Administration

Certain expenses of maintaining the Plan are paid directly by the Plan Sponsor and are excluded from these financial statements. Expenses that are charged to participant accounts include loan fees, withdrawal fees and plan administrative fees. Certain investment related expenses are included in net appreciation in fair value of investments.

Payment of Benefits

Benefits are recorded when paid.

3. Fair Value Measurements

The Plan's assets are categorized using a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability; and
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

WK Kellogg Co

Savings and Investment Plan

Notes to Financial Statements

December 31, 2024 and 2023

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2024 and 2023.

- *Cash equivalents*: Consist of units of a short-term investment collective fund with underlying investments of high-quality money market instruments with short term maturities. Valued at the published net asset value ("NAV") of units of the collective fund, as provided by the trustee of the collective fund. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. Redemptions are allowed on every business day.
- *Common stocks*: Valued at the closing price reported on the active market on which the individual securities are traded. Shares of WK Kellogg Co common stock and Kellanova common stock are held in a unitized fund with units of a short-term investment collective fund to allow for liquidity and daily trades. Values of each reflected in these financial statements are the values of the common stock only.
- *Mutual funds*: Valued at the published daily net asset value ("NAV") as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the SEC. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.
- *Commingled/Collective trusts (CCT)*: Valued at the net asset value ("NAV") of units of a bank collective trust. The NAV, as provided by the trustee or custodian of the collective trust, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchases and sales) may occur daily. The Plan holds several direct filing entity CCTs which offer participants a variety of investment objectives including target retirement dates, market sectors and investment objectives.
- *Self-directed brokerage accounts*: Accounts primarily consist of mutual funds and common stocks for which values are determined using quoted prices on a nationally recognized securities exchange.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

The following tables set forth by level within the fair value hierarchy the Plan's assets at fair value as of December 31, 2024 and 2023.

	December 31, 2024			Total
	Level 1	Level 2	Level 3	
Self-directed brokerage accounts	\$ 9,406,340	—	—	\$ 9,406,340

	December 31, 2023			Total
	Level 1	Level 2	Level 3	
Self-directed brokerage accounts	\$ 9,146,239	—	—	\$ 9,146,239

The following tables set forth by level within the fair value hierarchy the WKKC Master S&I Trust's assets at fair value as of December 31, 2024 and 2023.

	December 31, 2024			Total
	Level 1	Level 2	Level 3	
Cash equivalents	\$ —	\$ 3,744,190	\$ —	\$ 3,744,190
Common stock - WK Kellogg Co	5,891,239	—	—	5,891,239
Common stock - Kellanova	32,730,908	—	—	32,730,908
Common stock - other	19,838,648	—	—	19,838,648
Mutual funds	63,098,960	—	—	63,098,960
Total assets in the fair value hierarchy	<u>\$ 121,559,755</u>	<u>\$ 3,744,190</u>	<u>\$ —</u>	\$ 125,303,945
Investments measured at net asset value				454,484,882
Total investments at fair value				<u>\$ 579,788,827</u>

	December 31, 2023			Total
	Level 1	Level 2	Level 3	
Cash equivalents	\$ —	\$ 2,500,753	\$ —	\$ 2,500,753
Common stock - WK Kellogg Co	3,410,737	—	—	3,410,737
Common stock - Kellanova	28,641,854	—	—	28,641,854
Common stock - other	19,579,375	—	—	19,579,375
Mutual funds	59,836,205	—	—	59,836,205
Total assets in the fair value hierarchy	<u>\$ 111,468,171</u>	<u>\$ 2,500,753</u>	<u>\$ —</u>	\$ 113,968,924
Investments measured at net asset value				388,847,349
Total investments at fair value				<u>\$ 502,816,273</u>

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

The following summarizes investments held in the WKKC Master S&I Trust for which fair value is measured using the net asset value (NAV) per share or unit as a practical expedient as of December 31, 2024 and 2023.

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
December 31, 2024				
Common/collective trusts \$	454,484,882	N/A	Daily	None
December 31, 2023				
Common/collective trusts \$	388,847,349	N/A	Daily	None

4. Plan Interest in the WK Kellogg Co Master Savings & Investment Trust

The Plan's investments, except for self-directed brokerage accounts, are held in the WKKC Master S&I Trust, which was established for the investment of assets of the Plan and certain assets of another Company-sponsored retirement plan. Each of the plans participating in the WKKC Master S&I Trust has a divided interest in the WKKC Master S&I Trust.

The value of the Plan's interest in the WKKC Master S&I Trust is based on the beginning of the period value of the Plan's interest in the trust plus actual contributions and allocated investment income less actual distributions and allocated administrative expenses. Participant transaction activity is designated to specific underlying assets of the WKKC Master S&I Trust. Investment income and administrative expenses relating to the WKKC Master S&I Trust are allocated to the individual plans based on 1) whether it is related to a specific plan (100% allocated to that plan), or 2) the Plan's proportionate share of the income or expense which is attributable to the WKKC Master S&I Trust, which is based upon relative investment balances.

WK Kellogg Co
Savings and Investment Plan
Notes to Financial Statements
December 31, 2024 and 2023

The following tables present the total fair value of the investments in the WKKC Master S&I Trust at December 31, 2024 and 2023:

		December 31, 2024	
		WK Kellogg Co Master Savings & Investment Trust	Plan Interest in WK Kellogg Co Master Savings & Investment Trust
Investments at fair value			
Cash equivalents	\$	3,744,190	\$ 1,872,095
Common stock - WK Kellogg Co		5,891,239	1,514,592
Common stock - Kellanova		32,730,908	6,620,750
Common stock - other		19,838,648	9,554,383
Mutual funds		63,098,960	38,105,109
Common/collective trusts		454,484,882	255,881,061
		<u>579,788,827</u>	<u>313,547,990</u>
Investments at contract value			
Fully benefit-responsive synthetic guaranteed investment contracts		115,211,915	13,088,406
		<u>695,000,742</u>	<u>326,636,396</u>
Accrued income		212,345	120,249
		<u>695,213,087</u>	<u>326,756,645</u>
	Total assets		
Accrued expenses		(41,157)	(4,676)
		<u>\$ 695,171,930</u>	<u>\$ 326,751,969</u>

		December 31, 2023	
		WK Kellogg Co Master Savings & Investment Trust	Plan Interest in WK Kellogg Co Master Savings & Investment Trust
Investments at fair value			
Cash equivalents	\$	2,500,753	\$ 1,250,376
Common stock - WK Kellogg Co		3,410,737	659,115
Common stock - Kellanova		28,641,854	5,281,373
Common stock - other		19,579,375	9,091,076
Mutual funds		59,836,205	35,198,851
Common/collective trusts		388,847,349	208,556,469
		<u>502,816,273</u>	<u>260,037,260</u>
Investments at contract value			
Fully benefit-responsive synthetic guaranteed investment contracts		127,582,857	12,430,867
		<u>630,399,130</u>	<u>272,468,127</u>
Accrued income		360,035	74,968
Noninterest-bearing cash		820	410
		<u>630,759,985</u>	<u>272,543,505</u>
	Total assets		
Accrued expenses		(70,599)	(6,427)
		<u>\$ 630,689,386</u>	<u>\$ 272,537,078</u>

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The following is net appreciation in the fair value of investments and investment income for the WKKC Master S&I Trust for the year ended December 31, 2024:

Net appreciation in fair value of investments	\$	89,196,037
Dividend and interest income		2,924,079
	\$	<u>92,120,116</u>

5. Fully Benefit-Responsive Synthetic Guaranteed Investment Contracts

The Plan invests in fully benefit-responsive synthetic guaranteed investment contracts held in the WKKC Master S&I Trust. GSAM Stable Value, LLC is the investment manager for the contracts.

Synthetic guaranteed investment contracts consist of investments owned by the Plan (in this case, through a master trust) in a separately identified custody account and a wrapper contract which guarantees a rate of return based on underlying investments. The underlying investments typically include portfolios of fixed income securities or units of fixed income collective trusts. The rate of return is based on a formula described within the terms of the contract (the crediting rate). The incremental value (if any) of the contract itself is based on i) issuer ratings as determined by credit ratings, which are published by rating agencies and ii) the present value of the change in each contract's replacement cost. At December 31, 2024 and 2023, the present value of contract replacement cost approximates current contract cost.

These contracts meet the fully benefit-responsive investment contract criteria and therefore are reported at contract value. Contract value is the relevant measurement attribute for fully benefit responsive guaranteed investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. Contract value, as reported to the Plan by GSAM Stable Value, LLC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuers or otherwise. The crediting interest rate is based on a formula agreed upon with the issuers, but it may not be less than zero percent. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) bankruptcy of the Plan Sponsor or other Plan Sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (3) the failure of the Master Trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The Plan administrator does not believe that the occurrence of any such event, which would limit the Plan's ability to transact at contract value with participants, is probable.

Except for the above, the guaranteed investment contracts do not permit the contract issuers to terminate the agreement prior to the scheduled maturity date at an amount different from contract value.

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6. Risks and Uncertainties

The Plan provides for various investment options in several investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks, liquidity, political uncertainty, pandemic and environmental risks, and cybersecurity risks. Due to the level of risks associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

7. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their accounts.

8. Transactions with Related Parties and and Parties-In-Interest

Investments held by the WKKC Master S&I Trust include a short term investment commingled fund managed by The Northern Trust Company. The Northern Trust Company is the Trustee of the Plan and Trust and, therefore, these transactions, as well as participant loans and the related interest income on notes receivable from participants, qualify as party-in-interest transactions.

At December 31, 2024, the WKKC Master S&I Trust held 327,473 shares of WK Kellogg Co common stock and 404,235 shares of Kellanova common stock. The Plan's interest in each type of common stock represents approximately 26% of the WK Kellogg Co common stock and 20% of the Kellanova common stock held by the WKKC Master S&I Trust at December 31, 2024. During 2024 the WKKC Master S&I Trust received dividends of \$193,548 from WK Kellogg Co and \$1,030,580 from Kellanova. These transactions represent related party and party-in-interest transactions.

At December 31, 2023, the WKKC Master S&I Trust held 259,569 shares of WK Kellogg Co common stock and 512,285 shares of Kellanova common stock. The Plan's interest in each type of common stock represents approximately 19% of the WK Kellogg Co common stock and 18% of the Kellanova common stock held by the WKKC Master S&I Trust at December 31, 2023.

The Plan is not charged for administrative services performed on its behalf by employees of the Company. Some fees paid by the Plan for the investment management services are irrencluded in net appreciation in fair value of investments. During 2024, the Plan and master trust paid administrative fees to service providers to the Plan including The Northern Trust Company, Fidelity Management Trust Company, the recordkeeper, and GSAM Stable Value, LLC, which also qualify as party-in-interest transactions.

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9. Income Tax Status

The Plan administrator has applied for a determination letter from the Internal Revenue Service regarding the Plan's qualification under applicable income tax regulations. The Plan administrator believes the Plan is designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code and believes the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

10. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements as of December 31, 2024 and 2023 to Form 5500.

	<u>2024</u>	<u>2023</u>
Net assets available for benefits per the financial statements	\$ 338,839,350	\$ 283,954,004
Adjustment from contract value to fair value for interest in Master Trust related to fully benefit-responsive investment contracts	<u>(756,247)</u>	<u>(27,078)</u>
Net assets available for benefits per the Form 5500	<u>\$ 338,083,103</u>	<u>\$ 283,926,926</u>

The following is a reconciliation of the change in the Plan's interest in master trusts per the financial statements for the year ended December 31, 2024 to Form 5500:

Change in Plan interest in Master Trust per the financial statements	\$ 44,583,763
Change in adjustment from contract value to fair value for interest in Master Trust related to fully benefit-responsive investment contracts	(729,169)
Less: administrative expenses	<u>(339,741)</u>
Change in value of Plan interest in Master Trust investment accounts per the Form 5500	<u>\$ 43,514,853</u>

11. Subsequent Events

The Company has evaluated subsequent events through the date the financial statements were available to be issued, no events or transactions occurred through June 23, 2025 requiring recognition or disclosure in the financial statements.

WK Kellogg Co

Savings and Investment Plan EIN: 92-1243173, Plan No. 016

Schedule H, line 4i – Schedule of Assets (Held at End of Year)

December 31, 2024

(a)	(b)	(c)	(d)	(e)
	<u>Identity of Issue, Borrower, Lessor, or Similar Party</u>	<u>Description of Investment - Including Maturity Date, Rate of Interest, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Market Value</u>
*	Self - directed brokerage accounts	Various	#	9,406,340
*	Participant loans	Interest rates at 4.25% - 9.50%, maturities through December 2039	0	2,821,290
*	Denotes party-in-interest			
#	All investments are participant directed, therefore, cost information is not required			

Attachment to Form 5500, Schedule H, Part IV, item 4(i)

WK Kellogg Co

Savings and Investment Plan EIN: 92-1243173, Plan No. 016

Schedule H, line 4i – Schedule of Assets (Held at End of Year)

December 31, 2024

(a)	(b)	(c)	(d)	(e)
	<u>Identity of Issue, Borrower, Lessor, or Similar Party</u>	<u>Description of Investment - Including Maturity Date, Rate of Interest, Par or Maturity Value</u>	<u>Cost</u>	<u>Current Market Value</u>
*	Self - directed brokerage accounts	Various	#	9,406,340
*	Participant loans	Interest rates at 4.25% - 9.50%, maturities through December 2039	0	2,821,290
*	Denotes party-in-interest			
#	All investments are participant directed, therefore, cost information is not required			

Attachment to Form 5500, Schedule H, Part IV, item 4(i)