Form **8937**

(December 2011)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

➤ See separate instructions.

OMB No. 1545-2224

Part I Reporti	ng Issuer							
1 Issuer's name				2 Issuer's employer identification number (EIN)				
The Kraft Heinz Compa	ลทง			46-2078182				
	r additional information	5 Email address of contact						
Christopher Jakubik, \	/P Investor Relations	ir@kraftheinzcompany.com						
6 Number and street	(or P.O. box if mail is no	7 City, town, or post office, state, and Zip code of contact						
200 E Randolph Street	, Suite 7600	Chicago, IL 60601						
8 Date of action								
October 7, 2016		Cash dis	stribution on common stoc					
10 CUSIP number	11 Serial number	(s)	12 Ticker symbol	13 Account number(s)				
500754106	N/A		кнс	N/A				
14 Describe the orga	nizational action and, if	applicable, the	e date of the action or the da	te against which shareholders' ownership is measured for				
the action ► <u>On</u>	October 7, 2016, The K	raft Heinz Co	mpany ("KHC") made a ca	sh distribution of \$0.60 per share to its stockholders of				
record at the close of I	ousiness on August 26	, 2016.						
				o its common stockholders:				
				of record at the close of business on December 23, 2015.				
				cord at the close of business on March 18, 2016.				
\$0.575 per common sr	iare cash distribution c	n July 8, <u>201</u>	b to its stockholders of rec	ord at the close of business on May 27, 2016.				
Prior to this cash distr	ibution, KHC also rede	emed all outs	standing shares of its 9.009	% Series A Cumulative Redeemable Preferred Stock				
(the "Preferred Stock")		omou un oute						
4								
15 Describe the quar	ntitative effect of the org	anizational act	ion on the basis of the secu	rity in the hands of a U.S. taxpayer as an adjustment per				
				he Kraft Heinz Company ("KHC") will continue to pay				
				stock, including the \$8.32 billion redemption of the				
				come tax purposes), will exceed its earnings and profits in				
				significant portion of its 2016 regular quarterly dividends				
and the redemption of the Preferred Stock will not be treated as dividends for U.S. federal income tax purposes. For purposes of U.S. federal								
income tax, insofar as our earnings and profits are not sufficient, these distributions would be treated as a return of capital to each stockholder, up to the extent of the stockholder's tax basis. If a stockholder does not have sufficient tax basis, these distributions could								
result in taxable gain to the stockholder. Stockholders should consult their tax advisors for a full understanding of all of the tax consequences of the receipt of dividends, including distributions in excess of KHC's earnings and profits.								
consequences of the receipt of dividends, including distributions at excess of toro 5 carrings and profits.								

16 Describe the calc valuation dates ►		basis and the	data that supports the calcu	lation, such as the market values of securities and the				
	14171							
				:				

Part		Organizational Action (contin	iued)				
		·					
17 Li	st the	e applicable Internal Revenue Code se	ection(s) and subsection(s) upon v	which the tax treatment is based	Sections 301(c), 312 and		
		nternal Revenue Code.	romon(o) and casoconon(o) apon t	Vilori dio tax doddinon is Edgod	Sections sorter, 312 and		
310 01 1	IIG H	icerial Neveriae Code.					
				-			
		•					
40 C	an on	ur requiting loss he recognized?	4				
18 Ca	an an	y resulting loss be recognized? ► N/	A				
				:			
19 Pre	ovide	any other information necessary to in	onlement the adjustment such as	the reportable tay year - The	distributions impost KUC's toy		
		January 1, 2017.	ipomone ato adjustmone, such ac	The reportable tax year > The	istributions impact KHC's tax		
year ent	anig .	January 1, 2017.					
-							
				,			
				•			
	Unde	er penalties of perjury, I declare that I have	examined this return, including accord	pnanying schedules and statements	and to the hest of my knowledge, and		
	belief	f, it is true, correct, and complete. Declarati	on of preparer (other than officer) is ba	used on all information of which prep	arer has any knowledge.		
Sign		· h		_	,		
Hara	16/100/20						
	oigna	auter	veroc	Date ►			
	Print	your name Julie Groetsch	Dropovoda alasak	Title ► VP Head			
Paid		Print/Type preparer's name	Preparer's signature	Date	Check if PTIN		
Prepa	rer				self-employed		
Use O		Firm's name ►			Firm's EIN ▶		
		Firm's address ►			Phone no.		
Send For	m 89	337 (including accompanying statemer	nts) to: Department of the Treasur	y, Internal Revenue Service, Og	den, UT 84201-0054		