SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
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to Section 16. For obligations may Instruction 1(b).		Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	_		Estimated ave hours per resp	0	0.
			2. Issuer Name and Ticker or Trading Symbol <u>Kraft Heinz Co</u> [KHC] 3. Date of Earliest Transaction (Month/Day/Year) 08/16/2021		all applicab Director Officer (giv below)	le)	on(s) to Issuer 10% Owner Other (speci below) cal Officer	
ONE PPG PLA	CE, SUITE 3200		4. If Amendment, Date of Original Filed (Month/Day/Year)	6 Indivi	idual or lain		(Check Applic	
(Street) PITTSBURGH (City)	PA (State)	15222 (Zip)	4. If Amendment, Date of Onginal Filed (Month/Day/ fear)	Line)	Form filed	by One Repo		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V Amount (A) or (D) Price Reported Transaction(s) (Instr. 3 and 4)			(IIISU. 4)				
Common Stock	08/16/2021		A		236,128(1)	A	\$ <mark>0</mark>	796,404 ⁽²⁾	D	
Common Stock	08/16/2021		F		119,154 ⁽³⁾	D	\$38.01	677,250	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents the number of shares earned under performance share units granted on August 16, 2019 for which the performance period has been completed and achievement certified, and which vest and settle in stock as follows, subject to the terms and conditions of the applicable award agreement: 50% on the second anniversary of the grant date, 25% on the third anniversary of the grant date, and the remaining 25% on the fourth anniversary of the grant date.

2. Includes an additional 8,383 shares acquired through a dividend reinvestment program.

3. 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/ Heidi Miller, by Power of

Attorney

08/18/2021

** 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 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.