

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See 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

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

1. Name and Address of Reporting Person* <u>3G Global Food Holdings LP</u> (Last) (First) (Middle) <u>C/O 3G CAPITAL, INC.</u> <u>600 THIRD AVENUE, 37TH FLOOR</u> (Street) <u>NEW YORK</u> <u>NY</u> <u>10016</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Kraft Heinz Co [KHC]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>09/19/2016</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock ⁽¹⁾	09/19/2016		J ⁽²⁾		2,808,371	D	\$0.00	293,536,058	D ⁽¹⁾⁽²⁾	
Common Stock	09/19/2016		S ⁽³⁾		1,419,057	D	\$87.64	292,117,001	I ⁽²⁾⁽³⁾	See Footnote ⁽²⁾
Common Stock	09/20/2016		S ⁽³⁾		1,389,314	D	\$86.44	290,727,687	I ⁽²⁾⁽³⁾	See Footnote ⁽²⁾

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		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		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>3G Global Food Holdings LP</u> (Last) (First) (Middle) <u>C/O 3G CAPITAL, INC.</u> <u>600 THIRD AVENUE, 37TH FLOOR</u> (Street) <u>NEW YORK</u> <u>NY</u> <u>10016</u> (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>3G Global Food Holdings GP LP</u> (Last) (First) (Middle) <u>C/O 3G CAPITAL, INC.</u> <u>600 THIRD AVENUE, 37TH FLOOR</u> (Street) <u>NEW YORK</u> <u>NY</u> <u>10016</u> (City) (State) (Zip)	1. Name and Address of Reporting Person* (Last) (First) (Middle) (Street) (City) (State) (Zip)
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3G Capital Partners II, L.P.

(Last)	(First)	(Middle)
C/O 3G CAPITAL, INC.		
600 THIRD AVENUE, 37TH FLOOR		
(Street)		
NEW YORK	NY	10016
(City)		
(State)	(Zip)	

1. Name and Address of Reporting Person*

3G Capital Partners Ltd.

(Last)	(First)	(Middle)
C/O 3G CAPITAL, INC.		
600 THIRD AVENUE, 37TH FLOOR		
(Street)		
NEW YORK	NY	10016
(City)		
(State)	(Zip)	

Explanation of Responses:

1. 3G Global Food Holdings LP ("3G GFH") directly owns the reported securities. As a result, 3G Global Food Holdings GP LP, as the general partner of 3G GFH, 3G Capital Partners II L.P., as the general partner of 3G Global Food Holdings GP LP, and 3G Capital Partners Ltd., as the general partner of 3G Capital Partners II L.P., may be deemed to have voting and dispositive power with respect to the reported securities. Each of 3G GFH, 3G Global Food Holdings GP LP, 3G Capital Partners II L.P. and 3G Capital Partners Ltd. (the "3G Reporting Persons") disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein, and this report shall not be deemed an admission that such reporting person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose.
2. 3G GFH transferred 2,808,371 shares of Common Stock (the "Shares") to HK3 16 LP ("Holdings"). The transferred Shares are the sole assets of Holdings. Following the transfer and the reported transactions described in note 3 below, 3G GFH beneficially owns directly and indirectly 290,727,687 reported securities. Each of the 3G Reporting Persons and Holdings disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Persons and Holdings are or is the beneficial owner of the securities for purposes of Section 16 of the Exchange Act, or for any other purpose.
3. The reported transactions involved the sale of all of the Shares transferred by 3G GFH to Holdings. The Shares sold in the reported transactions did not include any Shares beneficially owned by the partners of 3G Capital Partners. 3G GFH has no current plan or intention to transfer or sell any additional Shares.

Remarks:

<u>/s/ Bernardo Piquet</u>	<u>09/21/2016</u>
<u>/s/ Bernardo Piquet</u>	<u>09/21/2016</u>
<u>/s/ Bernardo Piquet</u>	<u>09/21/2016</u>
<u>/s/ Bernardo Piquet</u>	<u>09/21/2016</u>
** 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.