25 Sheppard Avenue West	25, avenue Sheppard Ouest
Suite 100	Bureau 100
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Telephone: 416 250 7250	Téléphone : 416 250 7250
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VIA E-MAIL

June 24 2022

Attn: Brian Duclos   brian.duclos@kellogg.com
          Director, Benefits KNA
          Kellogg Canada Inc.
          5350 Creekbank Road
          Mississauga ON L4W 5S1

Attn: Michelle Rival   michelle.rival@willistowerswatson.com
          Senior Consulting Lawyer
          Willis Towers Watson
          1701 – 175 Bloor Street East
          Toronto, ON   M4W 3T6

**Re: Retirement Income Plan for Hourly Employees of Kellogg Canada Inc.
         London Location
         Registration Number 0587584**

Enclosed, please find the Notice of Intended Decision (NOID) with respect to the above
noted registered Pension Plan.

Yours truly,

Mitzi D'Souza
Administrative Assistant, Pensions

Enclosure
c: Michelle Peng , Financial Services Regulatority Authority of Ontario

FSRA Ontario ARSF
Financial Services Regulatory
Authority of Ontario
Autorité ontarienne de réglementation
des services financiers

IN THE MATTER OF the *Pension Benefits Act*, R.S.O. 1990, c. P.8, (the "Act"), subsection 62.1(5);

AND IN THE MATTER OF Retirement Income Plan for Hourly Employees of Kellogg Canada Inc. - London Location, Registration Number 0587584 (the "Plan").

NOTICE OF INTENDED DECISION

TO: Kellogg Canada Inc.
5350 Creekbank Road
Mississauga, ON L4W 5S1

Attention: Brian Duclos
Director, Benefits KNA

Employer

AND TO: Michelle Rival
Willis Towers Watson
1701-175 Bloor Street East
Toronto ON M4W 3T6

Senior Consulting Lawyer

TAKE NOTICE THAT pursuant to subsection 62.1(5) of the Act, and by delegated authority from the Chief Executive Officer of the Financial Services Regulatory Authority of Ontario (the "Chief Executive Officer"), the Head, Pension Plan Operations and Regulatory Effectiveness (the "Head"), intends to consent to the payment out of the pension fund in respect of the Plan to Kellogg Canada Inc., in the amount of $247,172 as at December 31, 2015, plus investment earnings thereon to the date of payment. Details of this intended decision are described below.

SI VOUS DÉSIREZ RECEVOIR CET AVIS EN FRANÇAIS, veuillez nous envoyer votre demande par courriel immédiatement à: contactcentre@fsrao.ca.

YOU ARE ENTITLED TO A HEARING BY THE FINANCIAL SERVICES TRIBUNAL (THE "TRIBUNAL") PURSUANT TO SUBSECTION 89(6) OF THE ACT. A hearing by the Tribunal about this Notice of Intended Decision may be requested by completing the enclosed Request for Hearing Form (Form 1) and delivering it to the Tribunal within thirty (30) days after this Notice of Intended Decision is served on you. The Request for Hearing Form (Form 1) must be mailed, delivered, faxed or emailed to:

Address: Financial Services Tribunal
            25 Sheppard Avenue West
            Suite 100,
            Toronto ON M2N 6S6

            Attention: Registrar

Fax: 416-226-7750

Email: contact@fstontario.ca

TAKE NOTICE THAT if you do not deliver a written request for a hearing to the Tribunal within thirty (30) days after this Notice of Intended Decision is served on you, an order will be issued as described in this Notice of Intended Decision.

For additional copies of the Request for Hearing Form (Form 1), visit the Tribunal's website at www.fstontario.ca.

The hearing before the Tribunal will proceed in accordance with the *Rules of Practice and Procedure for Proceedings before the Financial Services Tribunal* ("Rules") made under the authority of the *Statutory Powers Procedure Act*, R.S.O. 1990, c. S.22. The Rules are available at the website of the Tribunal: www.fstontario.ca. Alternatively, a copy can be obtained by telephoning the Registrar of the Tribunal at (416) 590-7294, or toll free at 1-800-668-0128 extension 7294.

REASONS FOR INTENDED DECISION

1.   Kellogg Canada Inc. is the employer and administrator of the Plan (the "Employer").

2.   The Plan was wound up effective December 31, 2014.

3.   The wind up report as at December 31, 2014, filed on June 4, 2015, indicated a wind up deficit of $1,177,100 as at December 31, 2014.

4.   The revised wind up report filed on December 4, 2015, indicated that the wind up deficit had increased to $1,287,000 due to adjustment to data for certain members

5.   Between January 1 to December 31, 2015, the Employer made a contribution in the amount of $247,172 to fund the deficit.

6.   The report filed by the actuary for the Plan on June 27, 2016, under section 32(1) of Regulation 909, R.R.O. 1990, as amended (the Regulation) shows that there is a wind up excess of $4,643,000 due to gains from investments. These assets consist of $4,395,828 in surplus assets and $247,172 in overpayment to the pension fund, the latter being the payment made by the Employer between January 1, 2015 and December 31, 2015.

7. Evidence of the overpayment to the pension fund has been submitted to the Financial Services Regulatory Authority of Ontario.

8. In these circumstances, subsection 32(4) of Regulation states that the Employer contribution of $247,172, be paid to the Employer in accordance with subsection 62.1 of the Act, as if the money was an overpayment into the pension fund by the Employer within the meaning of clause 62.1(1)(b) of the Act.

9. The Employer has applied for payment of $247,172 as described in paragraph 8.

10. Subsection 62.1(4) of the Act states that if an employer makes an overpayment into the pension fund, the application for reimbursement for the payment must be filed before the later of: (a) 24 months after the date on which the employer made the overpayment; and (b) six months after the date on which the employer, acting reasonably, becomes aware of the overpayment.

11. The Employer's application for reimbursement of the overpayment was made on August 15, 2016. This date is within 24 months after the date on which the Employer made the overpayment described in paragraph 5. Accordingly, the application has been filed within the time limits set out in subsection 62.1(4) of the Act.

12. Such further and other reasons as may come to my attention.

DATED at Toronto, Ontario, June 24, 2022.

_____
Jennifer Rook
Head, Pension Plan Operations and Regulatory Effectiveness

By delegated authority from the Chief Executive Officer