FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

0.5

hours per response:

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(h)                       |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |   |  |   |         |                  |   | . ,             |   |                                      |                                      | · ·   |  |                 |   |   |   |   |  |   |  |
|---|---|--|---|---------|------------------|---|-----------------|---|--------------------------------------|--------------------------------------|---|--|-----------------|---|---|---|---|--|---|--|
| 1. Name and Address of Reporting Person*  NEUBAUER JOSEPH     |   |  |   |         |                  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol  Mondelez International, Inc. [ MDLZ ] |                 |   |                                      |                                      |   |  |                 |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |   |  |   |  |
| NEUDAUER JUSEPH   |   |  |   |         |                  |   |                 |   |                                      |                                      |   |  |                 |   | X   | Direc   | ctor  | 10%  | Owner   |  |
| (Last) (First) (Middle) C/O MONDELEZ INTERNATIONAL, INC.      |   |  |   |         |                  | 3. Date of Earliest Transaction (Month/Day/Year) 11/21/2014                               |                 |   |                                      |                                      |   |  |                 |   |   | Office<br>belov   | er (give title<br>w)  | Othe<br>belov  | r (specify<br>v)  |  |
| THREE PARKWAY NORTH   |   |  |   |         | 4. If            | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                  |                 |   |                                      |                                      |   |  |                 |   | 6. Individual or Joint/Group Filing (Check Applicable                   |   |   |  |   |  |
| (Charach)   |   |  |   |         |                  |   |                 |   |                                      |                                      |   |  |                 |   | Line)   |   |   |  |   |  |
| (Street) DEERFIELD IL 60015                                   |   |  |   |         |                  |   |                 |   |                                      |                                      |   |  |                 |   | X Form filed by One Reporting Person                                    |   |   |  |   |  |
|   |   |  |   |         |                  |   |                 |   |                                      |                                      |   |  |                 |   | Form filed by More than One Reporting<br>Person                         |   |   |  |   |  |
| (City)  | (S  | tate) (                                    | Zip)  |         |                  |   |                 |   |                                      |                                      |   |  |                 |   |   |   |   |  |   |  |
|   |   | Tabl                                       | e I - Nor                                     | า-Deriv | ative            | Se  | curitie         | s Acc   | quired,                              | Dis                                  | posed o   | f, or                                      | Bene            | efici   | ally (  | Owne  | ed  |  |   |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date) |   |  |   |         |                  | ar)   | Executio if any | A. Deemed<br>kecution Date,<br>any<br>lonth/Day/Year) |                                      | Transaction Disposed Code (Instr. 5) |   | ties Acquired (A)<br>d Of (D) (Instr. 3, 4 |                 |   | and Secur<br>Benef  |   | cially<br>I Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |   |         |                  |   |                 |   |                                      | v                                    | Amount  | (  | (A) or<br>(D)   | Price   | , I   | Transaction(s)<br>(Instr. 3 and 4)  |   |  | (iiisti. 4)   |  |
| Class A Common Stock 11/21/                                   |   |  |   |         | /21/2014         |   |                 |   |                                      |                                      | 2,169   | (1)  | A               | A \$0   |   | 2,169   |   | D  |   |  |
|   |   | Та   | ıble II - [                                   |         |                  |   |                 |   |                                      |                                      | sed of,<br>onvertib   |  |                 |   | y Ov  | vned  |   |  |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)           | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Da | Date,   | Date, Transactio |   | on of           |   | 6. Date E:<br>Expiration<br>(Month/D | e                                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |  | str. 3          | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) |   | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |  |
|   |   |  |   |         | Code             | v   | (A)             |   | Date<br>Exercisal                    |                                      | Expiration<br>Date  | Title                                      | or<br>Nun<br>of |   |   |   |   |  |   |  |

## **Explanation of Responses:**

1. Grant of deferred stock units under the Issuer's Amended and Restated 2005 Performance Incentive Plan. The deferred stock units are 100% vested, but receipt of the shares is deferred until the six-month anniversary of the reporting person's separation from service as a director of Mondelez International.

By: Jenny L. Lauth, by Power of Attorney

11/24/2014

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.