

Barclays Capital High Grade Consumer Conference

June 4, 2014



Forward-looking statements

This slide presentation contains a number of forward-looking statements. Words, and variations of words, such as “will,” “expect,” “likely,” “deliver,” “target” and similar expressions are intended to identify our forward-looking statements, including, but not limited to, statements about: our entry into the coffee business transaction; the timeframe for completing the transaction and the financial and growth prospects for the new company; the cash proceeds and ownership interests to be received in the transaction; the effect of the transaction and the restructuring program on our business and future financial performance; the costs of, cost savings generated by and timing of expenditures under the restructuring program; benefits to shareholders of the transaction; use of proceeds from the transaction; simplification of our operations; our future performance, including our future revenue growth, operating income, earnings per share, margins and cash flow; our productivity and productivity savings; category growth; the amount of our future capital expenditures; and return of capital to shareholders. These forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond our control, which could cause our actual results to differ materially from those indicated in our forward-looking statements. Such factors include, but are not limited to, risks that we will fail to successfully complete the transaction on the anticipated timeframe and that the transaction and the restructuring program will not yield the anticipated benefits, changes in the assumptions on which the restructuring program is based, as well as risks from operating globally and in emerging markets, continued volatility of commodity and other input costs, pricing actions, weakness in economic conditions, continued consumer weakness, unanticipated disruptions to our business, increased competition and tax law changes. Please also see our risk factors, as they may be amended from time to time, set forth in our filings with the SEC, including our most recently filed Annual Report on Form 10-K. Mondelēz International disclaims and does not undertake any obligation to update or revise any forward-looking statement in this slide presentation, except as required by applicable law or regulation.

Dexter Congbalay

VP, Investor Relations

A global snacks powerhouse

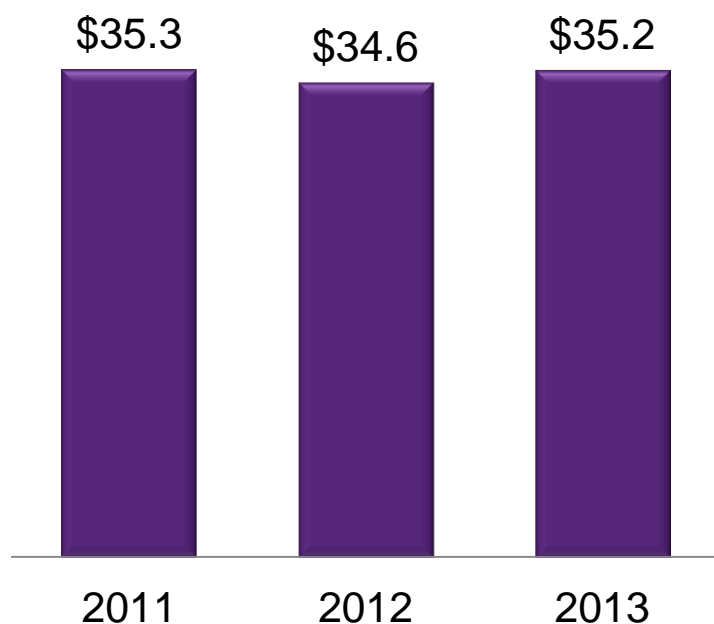
- \$35 billion revenues in 2013
- 75% in fast-growing snacks
- Category leadership
- Favorite snacks brands
- Proven innovation platforms
- Advantaged geographic footprint
- Strong routes-to-market



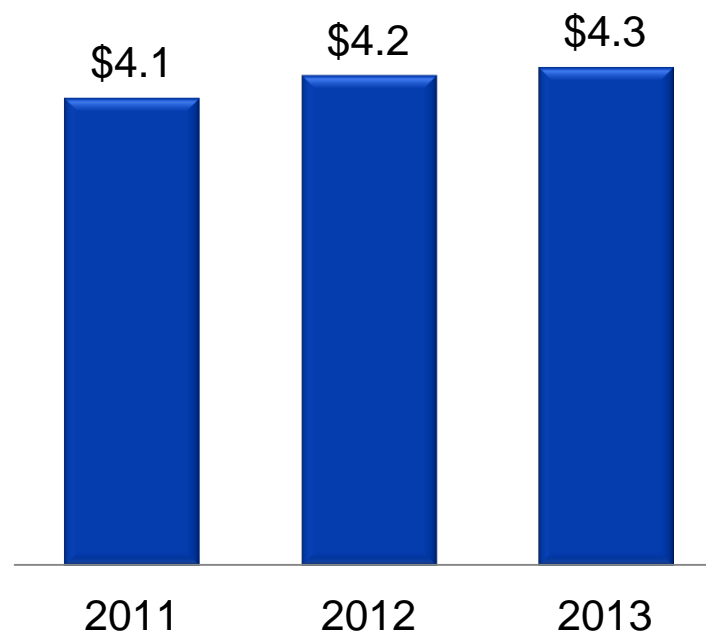
Delivered solid financial performance

(\$ billions, at reported FX)

Adjusted Net Revenue⁽¹⁾



Adjusted Operating Income⁽²⁾



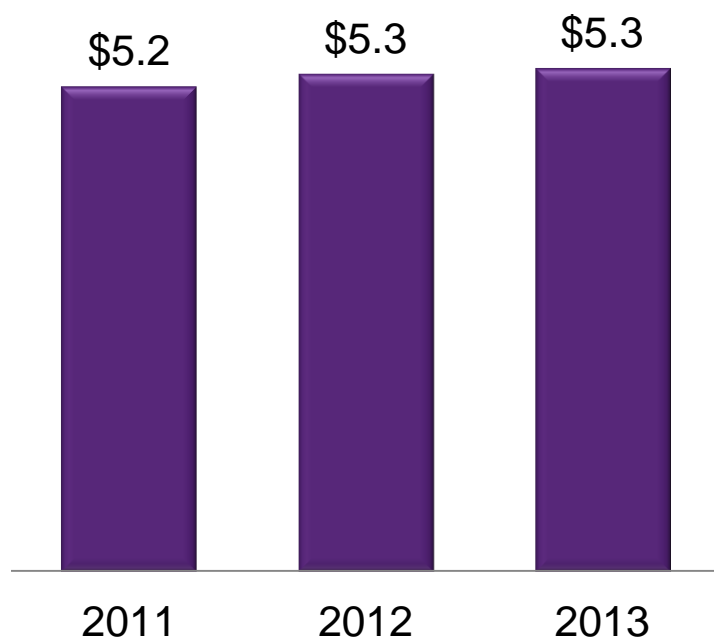
(1) Adjusted Net Revenue excludes net revenues from divestitures and Integration Program costs; see GAAP to non-GAAP reconciliation at the end of this presentation.

(2) See GAAP to non-GAAP reconciliation at the end of this presentation.

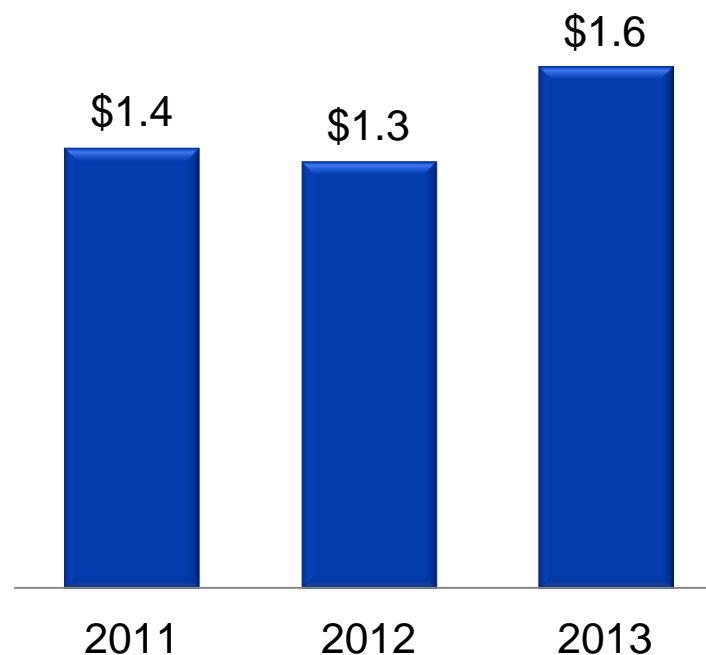
Delivered solid financial performance

(\$ billions, at reported FX)

Adjusted EBITDA⁽¹⁾



Capital Expenditures⁽²⁾



(1) EBITDA is defined as earnings before interest, taxes, depreciation and amortization; see GAAP to non-GAAP reconciliation at the end of this presentation.

(2) See GAAP to non-GAAP reconciliation at the end of this presentation.

Well-positioned for growth and value creation

Long-Term Targets

**Organic Net Revenue
Growth: At or Above
Category Growth**

- Fast growing categories
- Category leadership
- Power Brands & innovation platforms
- Emerging markets footprint

**Adjusted Operating
Income Growth: High
Single Digit**

- Targeting 15%-16% Adj. OI Margin by 2016
- Supply chain reinvention
- Best-in-class overheads

**Adjusted EPS
Growth: Double
Digit**







- Modest increases in debt / interest
- Share repurchases

Solid start to 2014

- Organic Net Revenue +2.8%⁽¹⁾, in line with category growth and Q1 expectations
 - Easter shift (0.4)pp and lower coffee revenues (0.6)pp tempered growth
 - Emerging markets +6.7%; developed markets +0.2%
- Adjusted Gross Margin 37.1%⁽¹⁾, (10)bps
 - Adjusted Gross Profit +2.3%⁽¹⁾ (Cst. FX)
- Adjusted OI Margin 12.2%⁽¹⁾, +140 bps
 - Adjusted OI +15.8%⁽¹⁾ (Cst. FX)
- Adjusted EPS \$0.39⁽¹⁾, +17.1% (Cst. FX)

(1) See GAAP to Non-GAAP reconciliations at the end of this presentation.

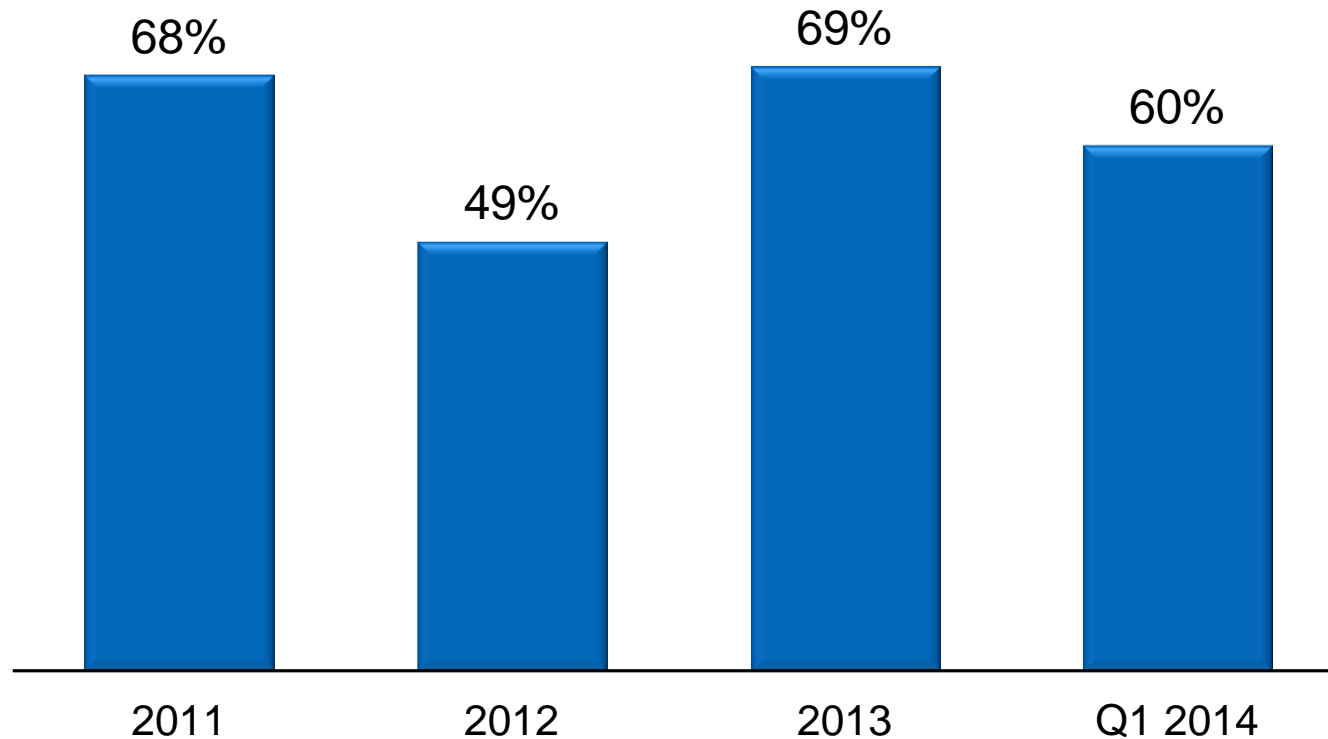
Near-term global category growth rates have slowed, but expected to return to historical levels over time

Category	2011	2012	2013	Q4'13	Q1'14
 Biscuits	7.3%	7.4%	5.5%	6.5%	6.2%
 Chocolate	5.9%	6.0%	5.3%	3.5%	1.0%
 Gum	2.0%	0.1%	0.7%	(0.2)%	(0.6)%
 Candy	6.4%	6.2%	4.5%	4.2%	2.6%
Total Snacks	6.1%	5.9%	4.7%	4.4%	3.3%
 Powdered Beverages	9.7%	11.5%	10.6%	10.8%	14.8%
 Coffee	12.3%	7.2%	(1.9)%	(3.7)%	(1.6)%
Total Global Category Growth⁽¹⁾	6.8%	6.1%	3.8%	3.4%	2.8%

(1) Total Global Category Growth includes biscuits, chocolate, gum, candy, coffee, powdered beverages and cream cheese categories in key markets.

Driving market share gains across our portfolio

% Revenues Gaining or Holding Share⁽¹⁾



(1) Defined as percentage of revenues in key markets for the category with share either increasing or flat versus the same prior year period. Based on Global Nielsen data for measured channels for available periods in 2011, 2012, 2013 and Q1 2014.

Transforming to Win

- Two bold steps
 - Creating the world's leading pure-play coffee company
 - Enhancing and accelerating efforts to deliver best-in-class costs
- Together, actions will enable
 - A more focused, nimble global snacking powerhouse
 - Faster expansion of margins to world-class levels
 - Simplification of how we work and faster decision making
 - More investment in our people, brands and capabilities

Creating the world's leading pure-play coffee company

Jacobs Douwe Egberts



- EBITDA margins in the high-teens
- \$81B global coffee category
- Leading market positions in more than 2 dozen countries
- Exposure to all key emerging markets

Attractive transaction terms

Consideration

Combination of:

- ~\$5B in cash (after tax) at closing
- 49% interest in new company

Partner

Acorn Holdings B.V. (current owner of DEMB)

- 51% interest in new company
- Majority of seats on Board of Directors

Leadership Team

- Bart Becht, prospective chairman
- Pierre Laubies, prospective CEO (current CEO of DEMB)
- Leadership team to consist of executives from both companies

Closing

- Expected in the course of 2015, subject to limited closing conditions

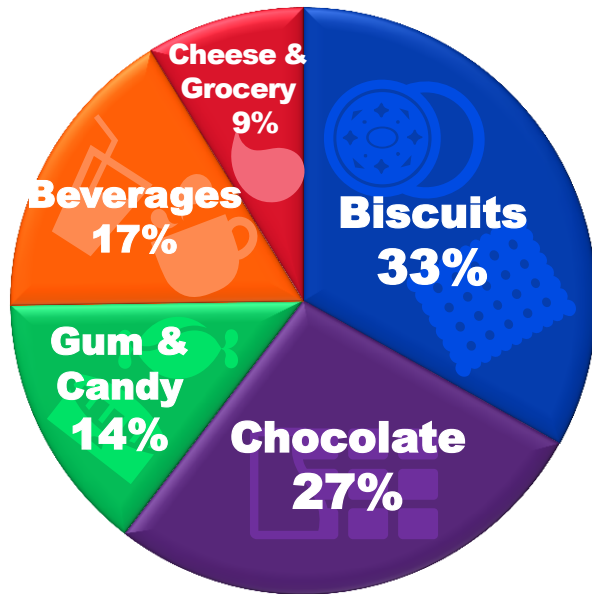
Proposed transactions create substantial shareholder value

- 49% retained interest enables MDLZ shareholders to participate in value creation opportunity of new company
- Expect to use majority of ~\$5B after-tax cash to expand share repurchase program, subject to Board approval
 - Balance to be used for debt reduction and general corporate purposes
 - Remain committed to investment grade credit rating, tier 2 CP
- Accretive to EPS in first full year

Transaction increases focus on snacks

Portfolio Today

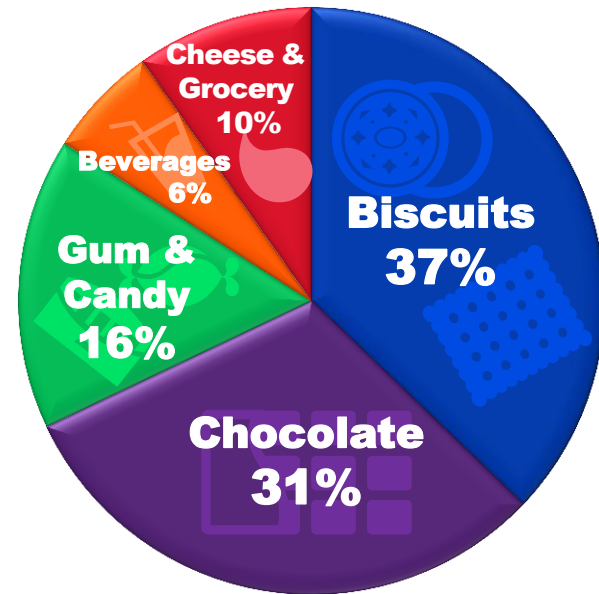
~75% from Snacks



\$35 Billion
in 2013 Revenues

Expected Portfolio After Coffee Transaction

~85% from Snacks



\$31 Billion
in 2013 Pro Forma
Revenues

Fast tracking Supply Chain Reinvention

Supply Chain Reinvention 3 Year Financial Goals

**\$3B Gross Productivity
Cost Savings**

(~\$1B/per year; ~4.5% of COGS)

**\$1.5B Net Productivity
Cost Savings**

(~\$0.5B/per year; ~2.3% of COGS)

\$1B Cash Flow

- Good progress to date
 - Mexico facility on track to open in Q4
 - Significant projects in India, China, Russia and Czech Republic
 - Closed, sold, streamlined 30 plants
 - Reduced supply chain headcount by 3,000
- Accelerating certain projects
 - Capturing savings sooner
 - Further margin upside through 2018
 - Net productivity ~3% over the next few years

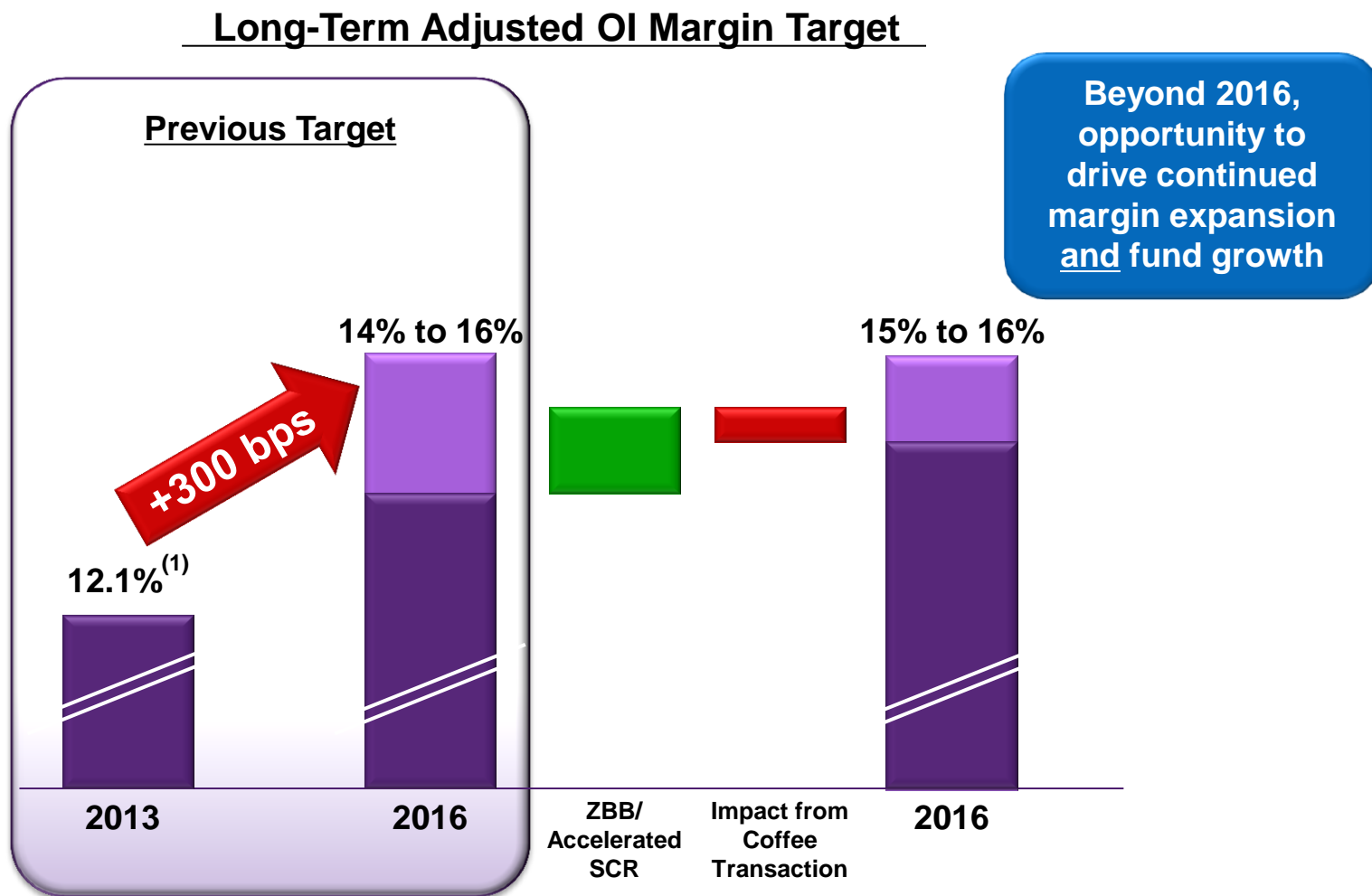
Creating a simpler, leaner and more nimble organization

- Achieve best-in-class overhead costs
 - Global category growth slowdown amplifies importance
- Coffee transaction provides opportunity for greater focus
- Zero-Based Budgeting tools to analyze and benchmark
 - Addressing both headcount and non-headcount costs
 - Examined a dozen major cost areas
 - Identified quick wins for sustainable savings

New restructuring program enables these initiatives

- \$3.5B restructuring plan
 - \$2.5B in cash; \$1B in non-cash costs
 - Runs through 2018; majority of the costs in 2015 and 2016
 - Capex already included in ~5% of net revenues target
- Incremental \$1.5B in annualized savings expected by 2018
- Strong returns, well in excess of cost of capital

Increasing the bottom end of our margin target



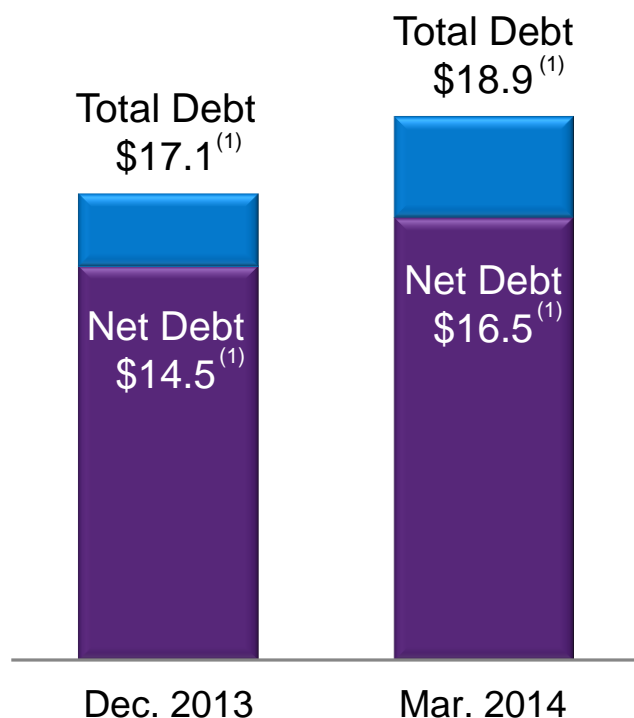
(1) See GAAP to Non-GAAP reconciliations at the end of this presentation.

Barbara Brasier

SVP, Corporate Treasury and Tax

Preserving balance sheet flexibility

(\$ billions)



- Committed to maintaining investment-grade rating with access to Tier 2 CP market

	<u>Long Term*</u>	<u>Short Term*</u>	<u>Outlook*</u>
Moody's	Baa1	P2	Stable
S&P	BBB ⁽²⁾	A2	Negative

- \$4.5 billion, 5 year revolving credit facility to backstop CP

(1) "Net debt" is defined as total debt, which includes short-term borrowings, current portion of long-term debt and long-term debt, less cash and cash equivalents.

(2) The company's Corporate Credit Rating is BBB (negative). The company's Senior Unsecured Rating is BBB-.

* A rating is not a recommendation to buy, sell or hold securities, and may be subject to revision, suspension or withdrawal at any time by the assigning rating agencies.

Net Debt to EBITDA of 3x at March 31, 2014

(\$ billions)

	2013	LTM 3/31/14		As of 12/31/13	As of 3/31/14
Adjusted EBIT ⁽¹⁾	\$4.3	\$4.4	Total Debt	\$17.1	\$18.9
Add: Depreciation & Amortization	1.1	1.1	Less: Cash & Equivalents	2.7	2.4
Adjusted EBITDA	\$5.3	\$5.5	Net Debt	\$14.5	\$16.5

	2013	LTM 3/31/14
Total Debt to Adj. EBITDA	3.2x	3.5x
Net Debt to Adj. EBITDA	2.7x	3.0x

(1) See GAAP to non-GAAP reconciliation at the end of this presentation.
 Note: EBIT is defined as Operating Income before interest and taxes
 Figures may not add due to rounding

Recent capital markets activities

December 2013

- Completed tender offer for \$3.4B of notes:
 - \$910 million of 6.500% notes due 2017
 - \$729 million of 6.125% notes due 2018
 - \$334 million of 6.125% notes due 2018
 - \$1.467 billion of 5.375% notes due 2020
- Financed tender through issuance of €2.4B of notes:
 - €400 million of floating rate notes due 2015
 - €750 million of 1.125% notes due 2017
 - €1.25 billion of 2.375% notes due 2021

February 2014

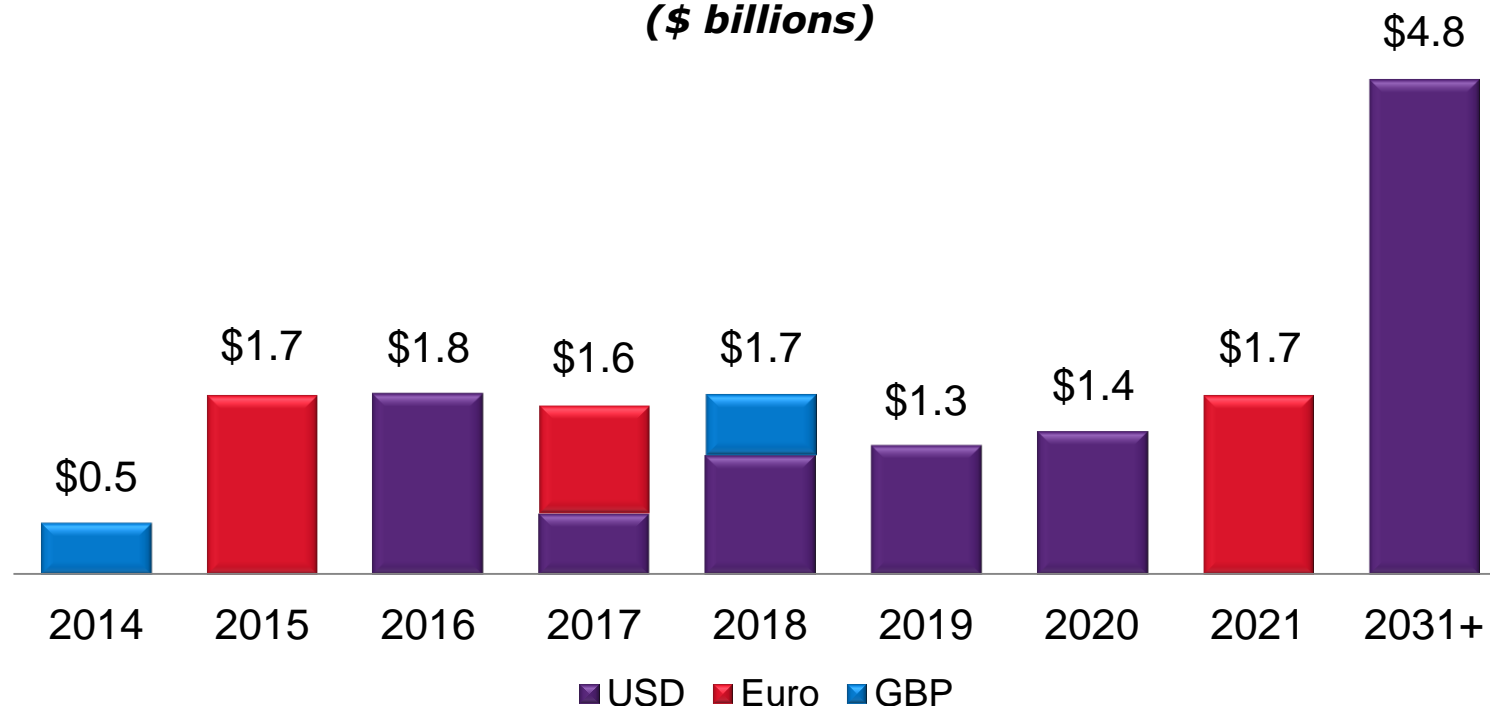
- Completed tender offer for \$1.6B of notes:
 - \$393 million of 7.000% notes due 2037
 - \$382 million of 6.875% notes due 2038
 - \$250 million of 6.875% notes due 2039
 - \$535 billion of 6.500% notes due 2040
- Financed tender through issuance of \$3B of notes:
 - \$400 million of floating rate notes due 2019
 - \$850 million of 2.250% notes due 2019
 - \$1.75 billion of 4.000% notes due 2024



Reduced weighted average cost of long-term debt from ~6.0% to ~4.6%
Smoothed-out maturity towers

Manageable long-term debt maturity towers

Long-Term Debt Maturities (\$ billions)



Euro notes converted at 0.7263 EUR/USD
GBP notes converted at 0.6002 GBP/USD

Strong Free Cash Flow

(\$ in billions)	FY 13	FY 14E	Combined 2013 & 2014
Net Cash Provided by Operating Activities excluding items and Restructuring Program ⁽¹⁾	\$4.1 ⁽³⁾	\$4.1+	\$8.2+
Capital Expenditures <i>(ex Restructuring Program)</i> % of Net Revenues	(1.5) 4.4%	~(2.0) 5%+	~(3.5)
2012-14 Restructuring Program	(0.3)	~(0.7)	~(1.0)
Free Cash Flow excluding items⁽²⁾	\$2.3⁽³⁾	\$1.4+	\$3.7+

- (1) Net cash provided by operating activities excluding items and restructuring program excludes the following: net cash received due to the resolution of the Starbucks arbitration, cash payments made for accrued interest and other related fees associated with the debt tendered on December 18, 2013 and cash payment made for the 2012-2014 Restructuring Program. See GAAP to Non-GAAP reconciliations at the end of this presentation.
- (2) Free Cash Flow excluding items is defined as Free Cash Flow (net cash provided by operating activities less capital expenditures) excluding the following: net cash received due to the resolution of the Starbucks arbitration, and cash payments made for accrued interest and other related fees associated with the debt tendered on December 18, 2013
- (3) Net cash provided by operating activities was \$6.4 billion for FY 2013. See GAAP to Non-GAAP reconciliations at the end of this presentation.

Disciplined capital allocation based on expected returns

Reinvest to Drive Top-Tier Growth

- Brand support and route-to-market expansion
- Supply Chain Reinvention
- Overhead reductions

Tack-On M&A

- Focus on chocolate, biscuits, gum and candy categories
- Likely in emerging markets

Return Capital to Shareholders

- \$7.7B share repurchase authorization through 2016 (\$4.5B remaining; \$1B–\$2B per year)
- Modest dividend (~\$1B per year), increasing over time; 30% minimum payout ratio

Debt Reduction

- Committed to maintaining investment grade rating with access to tier 2 CP
- Preserve balance sheet flexibility

Highly attractive operating and credit profile

Well-Positioned for Success

- 75% in fast-growing snacks
- Category leadership
- Favorite snacks brands
- Proven innovation platforms
- Advantaged geographic footprint
- Strong routes-to-market

Bold Improvement Actions

- Creating the world's leading pure-play coffee company
- Enhancing and accelerating efforts to deliver best-in-class costs

Disciplined Financial Policies

- Capital allocation based on expected returns
- Commitment to investment grade ratings
- Tier 2 CP access

Strong Liquidity Profile

- Combined \$3.7B of free cash flow (excl. items) for 2013 and 2014
- Well-balanced LT debt maturity profile
- Efficiently managing interest expense
- \$4.5 billion revolver to backstop CP

Mondelez

International



Non-GAAP Financial Measures

The company reports its financial results in accordance with accounting principles generally accepted in the United States (“GAAP” or referred to herein as “Reported”). However, management believes that certain non-GAAP financial measures should be considered when assessing the company’s ongoing performance to provide more complete information on the factors and trends affecting the company’s business. Management also uses these non-GAAP financial measures in making financial, operating and planning decisions and in evaluating the company’s performance. Non-GAAP financial measures should be viewed in addition to, and not as an alternative for, the company’s Reported results prepared in accordance with GAAP. In addition, the non-GAAP measures the company uses may differ from non-GAAP measures used by other companies. Because GAAP financial measures on a forward-looking basis are neither accessible nor deemed to be significantly different from the non-GAAP financial measures, and reconciling information is not available without unreasonable effort, the company has not provided that information with regard to the non-GAAP financial measures in the company’s Long-Term Targets.

DEFINITIONS OF THE COMPANY’S NON-GAAP FINANCIAL MEASURES

The company’s non-GAAP financial measures and corresponding metrics reflect how the company evaluates its operating results currently and provide improved comparability of operating results. As new events or circumstances arise, these definitions could change over time:

- “Organic Net Revenues” is defined as net revenues excluding the impacts of acquisitions, divestitures (including businesses under sales agreements and exits of major product lines under a sale or licensing agreement), Integration Program costs, accounting calendar changes and foreign currency rate fluctuations.
- “Adjusted Gross Profit” is defined as gross profit excluding the impacts of pension costs related to obligations transferred in the Spin-Off, the 2012-2014 Restructuring Program, the Integration Program and other acquisition integration costs and the operating results of divestitures (including businesses under sales agreements and exits of major product lines under a sale or licensing agreement). We also evaluate growth in the company’s Adjusted Gross Profit on a constant currency basis.
- “Adjusted Operating Income” is defined as operating income (or segment operating income) excluding the impacts of Spin-Off Costs, pension costs related to the obligations transferred in the Spin-Off, the 2012-2014 Restructuring Program, the Integration Program and other acquisition integration costs, the benefit from the Cadbury acquisition-related indemnification resolution, the remeasurement of net monetary assets in Venezuela, gains / losses from divestitures or acquisitions, acquisition-related costs and the operating results of divestitures (including businesses under sales agreements and exits of major product lines under a sale or licensing agreement). The company also evaluates growth in the company’s Adjusted Operating Income and Adjusted Segment Operating Income on a constant currency basis.
- “Adjusted EPS” is defined as diluted EPS attributable to Mondelēz International from continuing operations excluding the impacts of Spin-Off Costs, pension costs related to the obligations transferred in the Spin-Off, the 2012-2014 Restructuring Program, the Integration Program and other acquisition integration costs, the remeasurement of net monetary assets in Venezuela, the benefit from the Cadbury acquisition-related indemnification resolution, the loss on debt extinguishment and related expenses, the residual tax impact from the resolution of the Starbucks arbitration, gains / losses from divestitures or acquisitions, acquisition-related costs and net earnings from divestitures (including businesses under sales agreements and exits of major product lines under a sale or licensing agreement), and including an interest expense adjustment related to the Spin-Off transaction. The company also evaluates growth in the company’s Adjusted EPS on a constant currency basis.

See the attached schedules for supplemental financial data and corresponding reconciliations of the non-GAAP financial measures referred to above.

Items Impacting Comparability of Operating Results

The following information is provided to give qualitative information related to items impacting comparability of operating results. The company determines which items to consider as “items impacting comparability” based on how management views the company’s business; makes financial, operating and planning decisions; and evaluates the company’s ongoing performance. In addition, the company provides the impact that changes in currency exchange rates had on the company’s financial results (referred to as “constant currency”).

Divestitures - The company excludes the operating results of businesses divested, including businesses under sales agreements and exits of major product lines under a sale or licensing agreement.

Acquisition - On February 22, 2013, the company acquired the remaining interest in a biscuit operation in Morocco, which is now a wholly-owned subsidiary within the company’s EEMEA segment. Prior to the acquisition, the company’s interest in the operation was accounted for under the equity method. A pre-tax gain of \$22 million was recorded in connection with the acquisition.

Integration Program and other acquisition integration costs - Integration Program costs: defined as the costs associated with combining the Mondelēz International and Cadbury businesses, and are separate from those costs associated with the acquisition. Other acquisition integration costs: relate to the biscuit operation in Morocco acquired in February 2013.

Spin-Off Costs - represent transaction, transition and financing and related costs associated with preparing the businesses (Mondelēz International and Kraft Foods Group) for independent operations and historically consisted primarily of financial advisory fees, legal fees, accounting fees, tax services and information systems infrastructure duplication, and financing and related costs to redistribute debt and secure investment grade ratings for both the Kraft Foods Group business and the Mondelēz International business.

2012-2014 Restructuring Program - In 2012, the company’s Board of Directors approved \$1.5 billion of restructuring and related implementation costs (“2012-2014 Restructuring Program”) reflecting primarily severance, asset disposals and other manufacturing-related one-time costs. The primary objective of the restructuring and implementation activities was to ensure that both Mondelēz International and Kraft Foods Group were each set up to operate efficiently and execute on the company’s respective business strategies upon separation and in the future. Of the \$1.5 billion of anticipated 2012-2014 Restructuring Program costs, the company retained approximately \$925 million and Kraft Foods Group retained the balance of the program.

Remeasurement of net monetary assets in Venezuela - As a result of recent Venezuelan currency exchange developments and the expected impact on the company’s Venezuelan operations, the company remeasured its Venezuelan bolivar-denominated net monetary assets as of March 31, 2014 from the official exchange rate of 6.30 to the SICAD I exchange rate of 10.70 bolivars to the U.S. dollar. The company recognized a \$142 million currency remeasurement loss within selling, general & administrative expenses. In addition, due to the company’s underlying legal structure, higher taxes of \$8 million were recognized due to interest deductibility limitations resulting from Venezuela’s lower earnings. In 2013, the company also recorded a \$54 million currency remeasurement charge related to the devaluation of the company’s net monetary assets in Venezuela at that time. In addition, due to the company’s underlying legal structure, higher taxes of \$5 million were recorded due primarily to interest deductibility limitations resulting from Venezuela’s lower earnings.

Loss on debt extinguishment and related costs - On February 6, 2014, the company completed a \$1.6 billion cash tender offer for some of its outstanding high coupon long term debt. The company recorded a pre-tax loss on debt extinguishment and related expenses of \$494 million for the amount paid in excess of the carrying value of the debt and from recognizing unamortized financing discounts and deferred financing costs.

Benefit from indemnification resolution - As part of our 2010 Cadbury acquisition, the company became the responsible party for tax matters under the Cadbury Schweppes Plc and Dr Pepper Snapple Group, Inc. (“DPSG”) Tax Sharing and Indemnification Agreement dated May 1, 2008 (“Tax Indemnity”) for certain 2007 and 2008 transactions relating to the demerger of Cadbury’s Americas Beverage business. A U.S. federal tax audit of DPSG for the 2006-2008 tax years was concluded with the IRS in August 2013. As a result, the company recorded a favorable pre-tax impact of \$385 million (\$363 million net of tax) in 2013 due to the reversal of the accrued liability in excess of the amount we paid to DPSG under the Tax Indemnity. The company recorded \$336 million in selling, general and administrative expenses and \$49 million in interest and other expense, net.

Acquisition-related costs - In connection with the acquisition of a biscuit operation in Morocco in February 2013, the company recorded \$7 million in acquisition costs, which were included within selling, general and administrative expenses and interest and other expense.

Constant currency - Management evaluates the operating performance of the company and its international subsidiaries on a constant currency basis. The company determines its constant currency operating results by dividing or multiplying, as appropriate, the current period local currency operating results by the currency exchange rates used to translate the company’s financial statements in the comparable prior year period to determine what the current period U.S. dollar operating results would have been if the currency exchange rate had not changed from the comparable prior year period.

GAAP to Non-GAAP Reconciliation

Net Revenues/Operating Income/EBITDA

(in millions of dollars, except percentages) (Unaudited)

For the Twelve Months Ended December 31, 2011

	Net Revenues	Operating Income	Oper. Income Margin
Reported (GAAP)	\$ 35,810	\$ 3,498	9.8%
Integration Program and other acquisition integration costs	1	521	
Spin-Off Costs	-	137	
2012-2014 Restructuring Program	-	-	
Benefit from indemnification resolution	-	-	
Remeasurement of net monetary assets in Venezuela	-	-	
Net gain on acquisition and divestitures	-	-	
Divestitures	(529)	(90)	
Acquisition-related costs	-	-	
Adjusted (Non-GAAP)	\$ 35,282	\$ 4,066	11.5%
Depreciation & Amortization ⁽¹⁾		1,121	
Adjusted EBITDA (Non-GAAP)		\$ 5,187	

For the Twelve Months Ended December 31, 2012

	Net Revenues	Operating Income	Oper. Income Margin
Reported (GAAP)	\$ 35,015	\$ 3,637	10.4%
Integration Program and other acquisition integration costs	-	140	
Spin-Off Costs	-	512	
2012-2014 Restructuring Program	-	110	
Benefit from indemnification resolution	-	-	
Remeasurement of net monetary assets in Venezuela	-	-	
Net gain on acquisition and divestitures	-	(107)	
Divestitures	(415)	(79)	
Acquisition-related costs	-	1	
Adjusted (Non-GAAP)	\$ 34,600	\$ 4,214	12.2%
Depreciation & Amortization ⁽¹⁾		1,084	
Adjusted EBITDA (Non-GAAP)		\$ 5,298	

For the Twelve Months Ended December 31, 2013

	Net Revenues	Operating Income	Oper. Income Margin
Reported (GAAP)	\$ 35,299	\$ 3,971	11.2%
Integration Program and other acquisition integration costs	-	220	
Spin-Off Costs	-	62	
2012-2014 Restructuring Program	-	330	
Benefit from indemnification resolution	-	(336)	
Remeasurement of net monetary assets in Venezuela	-	54	
Net gain on acquisition and divestitures	-	(30)	
Divestitures	(70)	(6)	
Acquisition-related costs	-	2	
Adjusted (Non-GAAP)	\$ 35,229	\$ 4,267	12.1%
Depreciation & Amortization ⁽¹⁾		1,077	
Adjusted EBITDA (Non-GAAP)		\$ 5,344	

(1) Depreciation and Amortization for Adjusted EBITDA reflects the following:

	For the Year Ended December 31, 2011	For the Year Ended December 31, 2012	For the Year Ended December 31, 2013
Reported (GAAP)	\$ 1,485	\$ 1,345	\$ 1,077
Less: Kraft Foods Group	(364)	(261)	-
MDLZ only (Non-GAAP)	\$ 1,121	\$ 1,084	\$ 1,077

GAAP to Non-GAAP Reconciliation

Capital Expenditures

(in millions of dollars) (Unaudited)

	For the Year Ended December 31, 2011	For the Year Ended December 31, 2012	For the Year Ended December 31, 2013
Reported (GAAP)	\$ 1,771	\$ 1,610	\$ 1,622
Less: Kraft Foods Group	(401)	(282)	-
MDLZ only (Non-GAAP)	<u>\$ 1,370</u>	<u>\$ 1,328</u>	<u>\$ 1,622</u>

GAAP to Non-GAAP Reconciliation

Organic Net Revenues

(in millions of dollars, except percentages) (Unaudited)

	Mondelēz International
<u>For the Three Months Ended March 31, 2014</u>	
Reported (GAAP)	\$ 8,641
Divestitures	-
Acquisitions	(14)
Currency	324
Organic (Non-GAAP)	\$ 8,951
<u>For the Three Months Ended March 31, 2013</u>	
Reported (GAAP)	\$ 8,744
Divestitures	(34)
Organic (Non-GAAP)	\$ 8,710
<u>% Change</u>	
Reported (GAAP)	(1.2)%
Divestitures	0.4 pp
Acquisitions	(0.1)pp
Currency	3.7 pp
Organic (Non-GAAP)	2.8 %

GAAP to Non-GAAP Reconciliation

Gross Profit/Operating Income

(in millions of dollars, except percentages) (Unaudited)

	For the Three Months Ended March 31, 2014				
	Net Revenues	Gross Profit	Gross Profit Margin	Operating Income	Operating Income Margin
Reported (GAAP)	\$ 8,641	\$ 3,204	37.1%	\$ 843	9.8%
Integration Program and other acquisition integration costs	-	(1)		(1)	
Spin-Off Costs	-	-		3	
2012-2014 Restructuring Program	-	2		66	
Remeasurement of net monetary assets in Venezuela	-	-		142	
Divestitures	-	-		-	
Adjusted (Non-GAAP)	<u>\$ 8,641</u>	<u>\$ 3,205</u>	37.1%	<u>\$ 1,053</u>	12.2%
Currency		111		39	
Adjusted @ Constant FX (Non-GAAP)		\$ 3,316		\$ 1,092	

	For the Three Months Ended March 31, 2013				
	Net Revenues	Gross Profit	Gross Profit Margin	Operating Income	Operating Income Margin
Reported (GAAP)	\$ 8,744	\$ 3,242	37.1%	\$ 834	9.5%
Integration Program and other acquisition integration costs	-	5		21	
Spin-Off Costs	-	-		9	
2012-2014 Restructuring Program	-	-		44	
Remeasurement of net monetary assets in Venezuela	-	-		54	
Gain on acquisition	-	-		(22)	
Divestitures	(34)	(6)		1	
Acquisition-related costs	-	-		2	
Adjusted (Non-GAAP)	\$ 8,710	\$ 3,241	37.2%	\$ 943	10.8%
Currency		-		-	
Adjusted @ Constant FX (Non-GAAP)		\$ 3,241		\$ 943	

	Gross Profit	Operating Income
% Change - Reported (GAAP)	(1.2)%	1.1 %
% Change - Adjusted (Non-GAAP)	(1.1)%	11.7 %
% Change - Adjusted @ Constant FX (Non-GAAP)	2.3 %	15.8 %

GAAP to Non-GAAP Reconciliation

Diluted EPS

(Unaudited)

	For the Three Months Ended March 31,	
	Diluted EPS	% Growth
2013 Diluted EPS Attributable to Mondelēz International (GAAP)	\$ 0.30	
Spin-Off Costs	-	
2012-2014 Restructuring Program costs	0.02	
Integration Program and other acquisition integration costs	0.01	
Remeasurement of net monetary assets in Venezuela	0.03	
Gain on acquisition	(0.01)	
Net earnings from divestitures	-	
2013 Adjusted EPS (Non-GAAP)	0.35	
Increase in operations	0.08	
Gain on sale of property in 2014	-	
Unrealized gains/(losses) on hedging activities	-	
Lower interest expense and other expense, net	0.02	
Changes in shares outstanding	0.02	
Changes in income taxes	(0.06)	
2014 Adjusted EPS (Constant Currency)	0.41	17.1%
Unfavorable foreign currency - translation	(0.02)	
2014 Adjusted EPS (Non-GAAP)	0.39	11.4%
Spin-Off Costs	-	
2012-2014 Restructuring Program costs	(0.03)	
Loss on debt extinguishment and related expenses	(0.18)	
Integration Program and other acquisition integration costs	-	
Remeasurement of net monetary assets in Venezuela	(0.09)	
Net earnings from divestitures	-	
2014 Diluted EPS Attributable to Mondelēz International (GAAP)	\$ 0.09	(70.0)%

GAAP to Non-GAAP Reconciliation

Operating Income (EBIT)/EBITDA

(in millions of dollars) (Unaudited)

	For the Three Months Ended				Latest Twelve Months Ended March 31, 2014
	June 30, 2013	September 30, 2013	December 31, 2013	March 31, 2014	
Reported (GAAP)	\$ 865	\$ 1,262	\$ 1,010	\$ 843	\$ 3,980
Integration Program and other acquisition integration costs	53	36	110	(1)	198
Spin-Off Costs	15	9	29	3	56
2012-2014 Restructuring Program	55	63	168	66	352
Benefit from indemnification resolution	-	(336)	-	-	(336)
Remeasurement of net monetary assets in Venezuela	-	-	-	142	142
Net gain on acquisition and divestitures	(6)	-	(2)	-	(8)
Divestitures	(3)	(2)	(2)	-	(7)
Acquisition-related costs	-	-	-	-	-
Adjusted (Non-GAAP)	\$ 979	\$ 1,032	\$ 1,313	\$ 1,053	\$ 4,377
Depreciation and Amortization ⁽¹⁾					1,073
Adjusted EBITDA (Non-GAAP)					\$ 5,450

⁽¹⁾ Depreciation and Amortization for the latest twelve months:

For the year ended December 31, 2013	\$ 1,077
Less: For the three months ended March 31, 2013	(266)
Add: For the three months ended March 31, 2014	262
Latest twelve months ended March 31, 2014	\$ 1,073

GAAP to Non-GAAP Reconciliation

Net Cash Provided by Operating Activities and Capital Expenditures

For the Twelve Months Ended December 31, 2013

(\$ in millions) (Unaudited)

Net Cash Provided by Operating Activities (GAAP)	\$ 6,410
---	-----------------

Items

Cash impact of the resolution of the Starbucks arbitration ⁽¹⁾	(2,616)
Cash payments for accrued interest and other related fees associated with debt tendered as of December 18, 2013. ⁽²⁾	81

Restructuring Program

Cash payments for Restructuring Program expenses	<u>221</u>
--	------------

Net Cash Provided by Operating Activities excluding items and Restructuring Program (Non-GAAP)	<u>\$ 4,096</u>
---	------------------------

Capital Expenditures (GAAP)	\$ 1,622
------------------------------------	-----------------

Restructuring Program capital expenditures	<u>(61)</u>
--	-------------

Capital Expenditures excluding Restructuring Program (Non-GAAP)	<u>\$ 1,561</u>
--	------------------------

- ⁽¹⁾ During the fourth quarter of 2013, the dispute with Starbucks Coffee Company was resolved. The amount noted above reflects the cash received from Starbucks of \$2,764 million net of \$148 million attorney's fees paid.
- ⁽²⁾ On December 18, 2013, the company completed a \$3.4 billion cash tender offer for some of its outstanding high coupon long-term debt. The amount above reflects the cash payments associated with accrued interest and other related fees.

GAAP to Non-GAAP Reconciliation

Free Cash Flow excluding items

For the Twelve Months Ended December 31, 2013
(in millions of dollars) (Unaudited)

Net Cash Provided by Operating Activities (GAAP)	\$ 6,410
Capital Expenditures	<u>(1,622)</u>
Free Cash Flow (Non-GAAP)	\$ 4,788
<u>Items</u>	
Cash impact of the resolution of the Starbucks arbitration ⁽¹⁾	(2,616)
Cash payments for accrued interest and other related fees associated with debt tendered as of December 18, 2013. ⁽²⁾	<u>81</u>
Free Cash Flow excluding items (Non-GAAP)	\$ 2,253

- ⁽¹⁾ During the fourth quarter of 2013, the dispute with Starbucks Coffee Company was resolved. The amount noted above reflects the cash received from Starbucks of \$2,764 million net of \$148 million attorney's fees paid.
- ⁽²⁾ On December 18, 2013, the company completed a \$3.4 billion cash tender offer for some of its outstanding high coupon long-term debt. The amount above reflects the cash payments associated with accrued interest and other related fees.