FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB APP	ROVAL				
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Clast (First (Middle MONDELEZ INTERNATIONAL, INC. THREE PARKWAY NORTH Street DEERFIELD IL G0015 Clity (State) (Zip) State (Month/Day/Year) (Street) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities Secu	IONDELE: HREE PAF treet) EERFIELI	TERNATIONAL, INC.	ΓΙΟΝΑL, INC.								Office	ctor er (give title		Owner (specify
City State City Security (Instr. 3) Class A Common Stock	treet) EERFIELI				` , ,						A below	w) ``	below))``
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Code (Instr. 8) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Securities Beneficially Owned Following Reported Transaction(S) (Instr. 3 and 4) Class A Common Stock 7. Title of Derivative Securities Securiti	ity)	IL 60015	4. If An	4. If Amendment, Date of Original Filed (Month/Day/Year)						X Form filed by One Reporting Person Form filed by More than One Reporting				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5 Securities Beneficially Owned Form: D (D) or In (D) or I		(State) (Zip)	(Zip)								1 613			
Date (Month/Day/Year) Date	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Class A Common Stock O2/24/2014 F	Title of Secu	Da	Date	ate	Execution r) if any	Execution Date, if any		Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)		l (A) or . 3, 4 and	Secur Benef Owne	rities F ficially (ed Following (6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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 (Month/Day/Year) 3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Exercisable and Expiration Date (Month/Day/Year) 5. Number of Derivative Securities Securities Securities Securities Underlying (Instr. 5) 8. Price of Derivative Securities Securities Securities Securities Direction Date (Month/Day/Year) 1. Title of Derivative Securities							Code V	Amount		Price	Trans	action(s)		(111501.4)
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Derivative Security (Instr. 3) Price of Security (Month/Day/Year) Date Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Securities Securities Securities Securities Securities Securities Securities Security Securities Security Secu														
Security (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount or Number Amount or Number	rivative curity str. 3) Co or Pri De	e Conversion or Exercise Price of Derivative Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) 8)		ate, Transaction	ction of Deriva Secur Acqui (A) or Dispo of (D) (Instr.	ative rities ired osed	Expiration C (Month/Day/	ate (ear)	Amount of Securities Underlying Derivative Security (Instr. and 4)		Derivative Security	derivative Securities Beneficially Owned Following Reported Transaction(Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

1. Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of restricted shares under the Issuer's Amended and Restated 2005 Performance Incentive Plan.

/s/ Jenny L. Lauth, by Power of Attorney 02/26/2014

** 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.