FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

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| | | | or Section 30(h) of the Investment Company Act of 1940 | | | | | |
|---|---------|-------|---|--|----------------------------------|-----------------------|--|--|
| 1. Name and Address of Reporting Person [*] ROSENFELD IRENE B | | | 2. Issuer Name and Ticker or Trading Symbol <u>Mondelez International</u> , Inc. [MDLZ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| | | | | X | Director | 10% Owner | | |
| (Last) (First) (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) | x | Officer (give title below) | Other (specify below) | | |
| MONDELEZ INTERNATIONAL, INC. | | | 12/19/2015 | Chairman & CEO | | | | |
| THREE PARKWAY NORTH | | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group Filin | g (Check Applicable | | |
| DEERFIELD | Ц | 60015 | | X | Form filed by One Rep | orting Person | | |
| | | | | | Form filed by More tha Person | n One Reporting | | |
| (City) | (State) | (Zip) | | | | | | |

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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Class A Common Stock | 12/19/2015 | | М | | 308,464 | Α | \$0.00 ⁽¹⁾ | 1,953,078 | D | |
| Class A Common Stock | 12/21/2015 | | F | | 133,720 ⁽²⁾ | D | \$43.3 | 1,819,358 | D | |
| Class A Common Stock | 12/21/2015 | | F | | 35,243 ⁽³⁾ | D | \$44.44 | 1,784,115 | D | |
| Class A Common Stock | | | | | | | | 100 | Ι | by Spouse |

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. Transa Code (8) | | Deri Sec Acq or D of (I | umber of vative urities uired (A) visposed D) (Instr. and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | e of Securities ar) Underlying | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Restricted Stock Units | \$0.00 ⁽¹⁾ | 12/19/2015 | | М | | | 308,464 | (4) | 12/19/2018 | Class A Common Stock | 308,464 | \$0.00 | 0 | D | |

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

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

3. Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of restricted stock under the Issuer's Amended and Restated 2005 Performance Incentive Plan. 4. The vesting of the performance-contingent restricted stock units depended on the Company's closing price maintaining an average at or above specified thresholds for a minimum period of 10 consecutive trading days. The first two share price thresholds (\$31.12 and \$33.72) were met during 2013 and the final share price threshold (\$36.31) was met during 2014. Per the terms of the grant, Ms. Rosenfeld received the award of Company common stock in connection with the performance-contingent restricted stock unit grant on December 19, 2015 (the three-year anniversary of the grant date).

Remarks:

| <u>/s/ Jenny L. Lauth, by Power of Attorney</u> | <u>12/22/2015</u> |
|---|-------------------|
| ** Signature of Reporting Person | Date |

** Signature of Reporting Person

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.