| SEC Fo | orm 4 |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Oberelathis have if we have a subject to |
|--|
| 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

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|   |         |                           | of Section So(n) of the investment Company Act of 1940   |                   |  |                       |  |  |  |
|---|---------|---------------------------|--|-------------------|--|-----------------------|--|--|--|
| 1. Nume and Address of Reporting reison |         |                           | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Mondelez International, Inc.</u> [MDLZ] |                   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                       |  |  |  |
|   |         | <u>ICOIS IVI L</u>        | <u></u>  | X                 | Director   | 10% Owner             |  |  |  |
|   |         | (Middle)<br>ATIONAL, INC. | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/18/2016                                   |                   | Officer (give title<br>below)  | Other (specify below) |  |  |  |
| THREE PARKWAY NORTH                     |         | 1                         | 4. If Amendment, Date of Original Filed (Month/Day/Year)   | 6. Indiv<br>Line) | vidual or Joint/Group Filing (Check Applicabl                              |                       |  |  |  |
| (Street)                                |         |                           |  | X                 | Form filed by One Re   | eporting Person       |  |  |  |
| DEERFIELI                               | ) IL    | 60015                     |  |                   | Form filed by More th<br>Person  | nan One Reporting     |  |  |  |
| (City)                                  | (State) | (Zip)                     |  |                   |  |                       |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |                      |               |        | Securities                         | 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) |
|---------------------------------|--|---|-----------------------------|---|----------------------|---------------|--------|------------------------------------|---|---|
|                                 |  |   | Code                        | v | Amount               | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4) |   | (1151114)   |
| Class A Common Stock            | 05/18/2016                                 |   | Α                           |   | 3,701 <sup>(1)</sup> | Α             | \$0.00 | 27,628 <sup>(2)</sup>              | D   |   |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 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. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 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(S)<br>(Instr. 4) | 10.<br>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) | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

#### 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.

2. Total number of shares owned includes 1,461 shares acquired through a dividend reinvestment program.

#### **Remarks:**

/s/ Jenny L. Lauth, by Power of 05/20/2016

<u>Attorney</u>

\*\* 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.