
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): May 29, 2013

MONDELÉZ INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction
of incorporation)

1-16483
(Commission
File Number)

52-2284372
(I.R.S. Employer
Identification No.)

Three Parkway North, Deerfield, Illinois
(Address of Principal executive offices)

60015
(Zip Code)

Registrant's Telephone number, including area code: (847) 943-4000

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

This information, including Exhibit 99.1 and Exhibit 99.2, will not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that section, and it will not be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

On May 29, 2013, Mondelēz International, Inc. issued a press release relating to the presentation by Irene Rosenfeld, Chairman and Chief Executive Officer of Mondelēz International, at the Citi 2013 Global Consumer Conference. A copy of the press release is being furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Access to a live audio webcast of the presentation with accompanying slides will be available at 8:20 a.m. ET today at <http://www.veracast.com/webcasts/citigroup/consumer2013/76103269.cfm>. A replay of the presentation also will be available at the same website. The presentation slides are being furnished as Exhibit 99.2 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) The following exhibits are being furnished with this Current Report on Form 8-K.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Mondelēz International, Inc. Press Release, dated May 29, 2013.
99.2	Mondelēz International, Inc. Slide Presentation, dated May 29, 2013.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MONDELEZ INTERNATIONAL, INC.

Date: May 29, 2013

/s/ Carol J. Ward

Name: Carol J. Ward

Title: Vice President and Corporate Secretary



Contacts: Michael Mitchell (Media)
+1-847-943-5678
news@mdlz.com

Dexter Congbalay (Investors)
+1-847-943-5454
ir@mdlz.com

**Mondelēz International Highlights Growth Investments
in Emerging Markets Funded by Margin Expansion**

NEW YORK – May 29, 2013 – At the Citi 2013 Global Consumer Conference today, Chairman and CEO Irene Rosenfeld highlighted Mondelēz International’s opportunities to expand margins while funding investments in emerging markets to drive long-term growth.

“Mondelēz International is a unique investment vehicle with all the elements in place for sustainable profitable growth,” said Rosenfeld, underscoring the company’s unrivaled portfolio of iconic brands in fast-growing snacks categories, proven innovation platforms, strong routes to market and advantaged geographic footprint. “With these assets, we will deliver top-tier financial results.”

Rosenfeld affirmed the company’s long-term financial targets, including growth of 5-7 percent in Organic Net Revenue and double-digit Operating EPS growth on a constant currency basis.

“Emerging markets are essential to our overall growth aspiration,” Rosenfeld continued. “The race is on for us to secure and expand our positions in these fast-growing markets. Our competitors also find emerging markets attractive, so competition will intensify in the near term. That’s why stepping up our investments now is critical to deliver long-term shareholder value.”

Focused Emerging Markets Investments Provide Growth, Attractive Returns

Rosenfeld assured that the company would take a disciplined approach to these investments, “We won’t invest unless we’re confident we can achieve attractive returns within a reasonable time frame.”

The company expects to increase investments by about \$100 million this year, \$200 million in 2014 and up to \$300 million in 2015 and thereafter in emerging markets. The investments broadly fall into three buckets:

- Boosting marketing and trade support behind Power Brands and global innovation platforms. These investments have a payback of about a year.
- Adding route-to-market and sales capabilities to expand coverage of outlets, particularly in traditional trade. These types of investments also have a quick payback, typically one to two years.
- Capitalizing on “white space” opportunities by entering new markets with new categories, such as the recent launch of *Stride* gum in China. White-space investments have a payback period of three-to-five years.

Margin Expansion in North America and Europe Will Fund Growth Investments

Rosenfeld said Mondelēz International would pay for these investments in emerging markets, as well as ongoing restructuring, primarily by expanding gross margins in North America and Europe. In both regions, the company will improve mix by focusing on growing its Power Brands, which typically have gross margins that are 100-200 basis points higher than other brands. In addition, the company is managing costs aggressively, with a continued focus on delivering gross productivity of more than 4 percent of cost of goods sold and driving overhead savings.

In North America, the company is targeting a 500-basis-point improvement in operating income margin. The majority of this increase will come from reinventing its supply chain network, introducing new production lines that incorporate leading-edge technologies and repatriating production from co-manufacturers. Overheads will also improve as dis-synergies associated with the spin-off of the North American grocery business are eliminated.

In Europe, Mondelēz International is already competitive with peers, but is targeting an improvement of 250 basis points in operating income margin, which would be at the upper end of the peer average. The company intends to reach this target by streamlining its supply chain and by continuing to reduce overheads by integrating Central European countries into its centralized category-led model and by leveraging service centers in low-cost locations.

These actions are expected to expand the total company’s base operating income margin by 60-90 basis points annually over the next three years. The company will reinvest a portion of these savings to fund growth in emerging markets and for ongoing restructuring. As a result, OI margin is expected to rise 20-30 points on average through 2015. After 2015, margin growth should accelerate, up an average of 40-60 basis points per year, as the company progresses to its long-term OI margin target of 14-16 percent, in line with peers.

Outlook

Mondelēz International reiterated its expectation to deliver 2013 Organic Net Revenue growth at the low end of its 5-7 percent long-term target. In the back half of the year, as headwinds from lower coffee pricing and capacity constraints abate, top-line growth is expected to accelerate significantly.

The company also reaffirmed its 2013 Operating EPS guidance of \$1.55-\$1.60 on a constant currency basis¹. Second quarter margins are expected to remain pressured due to the aforementioned growth investments and comparisons with very high margins in the second quarter 2012. As with revenue growth, margin expansion is expected to sharply accelerate in the second half.

Rosenfeld concluded, “2013 is the first year of our journey as a focused growth company. I’m confident that our strategy will position us well to deliver top-tier performance in the near term and for many years to come.”

Access to a live audio webcast of the presentation with accompanying slides will be available at <http://www.veracast.com/webcasts/citigroup/consumer2013/76103269.cfm>. A replay of the presentation will be available one hour after the conclusion of the event until Aug. 26, 2013.

About Mondelēz International

Mondelēz International, Inc. (NASDAQ: MDLZ) is a global snacking powerhouse, with 2012 revenue of \$35 billion. Creating delicious moments of joy in 165 countries, Mondelēz International is a world leader in chocolate, biscuits, gum, candy, coffee and powdered beverages, with billion-dollar brands such as *Cadbury*, *Cadbury Dairy Milk* and *Milka* chocolate; *Jacobs* coffee; *LU*, *Nabisco* and *Oreo* biscuits; *Tang* powdered beverages; and *Trident* gum. Mondelēz International is a proud member of the Standard and Poor’s 500, NASDAQ 100 and Dow Jones Sustainability Index. Visit www.mondelezinternational.com and www.facebook.com/mondelezinternational.

¹ Based on 2012 average currency rates and including the estimated impact of the devaluation of the Venezuelan bolivar on Feb. 8, 2013.

Forward-Looking Statements

This press release contains a number of forward-looking statements. The words “will,” “expect,” “opportunity,” “growth,” “reinvent,” and similar expressions are intended to identify our forward-looking statements. Examples of forward-looking statements include, but are not limited to, statements we make about our future growth and expansion, including growth or expansion in organic net revenue, operating income, operating EPS, operating income margin, and gross margin; our plans for achieving such growth and expansion; our expenditures for emerging markets investments and funding ongoing restructuring and the results of such expenditures; and our Outlook. These forward-looking statements involve risks and uncertainties, many of which are beyond our control, and important factors that could cause actual results to differ materially from those in our forward-looking statements include, but are not limited to, continued global economic weakness, increased competition, continued volatility of commodity and other input costs, pricing actions, risks from operating globally, and tax law changes. For additional information on these and other factors that could affect our forward-looking statements, 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. We disclaim and do not undertake any obligation to update or revise any forward-looking statement in this presentation, except as required by applicable law or regulation.

Non-GAAP Financial Measures

The company reports its financial results in accordance with accounting principles generally accepted in the United States (“GAAP”). This press release includes the following non-GAAP financial measures, which we use to budget, make operating and strategic decisions and evaluate our performance: (1) “Organic Net Revenues,” which is defined as net revenues excluding the impacts of acquisitions, divestitures (including businesses under a sales agreement), Integration Program costs, accounting calendar changes and foreign currency rate fluctuations; and (2) “Operating EPS,” which is defined as diluted EPS attributable to Mondelez International from continuing operations excluding the impact of Spin-Off Costs, pension costs related to the obligations transferred in the Spin-Off, the 2012-2014 Restructuring Program, the Integration Program, gains / losses from divestitures or acquisitions, acquisition-related costs and net earnings from divestitures (including businesses under a sales agreement), and including an interest expense adjustment related to the Spin-Off transaction.



Citi Global Consumer Conference

May 29, 2013



Forward-looking statements

This slide presentation contains a number of forward-looking statements. The words “will,” “expect,” “opportunity,” “growth,” “reinvent,” “reaffirm,” and similar expressions are intended to identify our forward-looking statements. Examples of forward-looking statements include, but are not limited to, statements we make about our future growth and expansion, including growth or expansion in organic net revenue, operating income, operating EPS, operating income margin, and gross margin; our plans for achieving such growth and expansion; our expenditures for emerging markets investments and funding ongoing restructuring and the results of such expenditures; and our 2013 guidance. These forward-looking statements involve risks and uncertainties, many of which are beyond our control, and important factors that could cause actual results to differ materially from those in our forward-looking statements include, but are not limited to, continued global economic weakness, increased competition, continued volatility of commodity and other input costs, pricing actions, risks from operating globally, and tax law changes. For additional information on these and other factors that could affect our forward-looking statements, 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. We disclaim and do not undertake any obligation to update or revise any forward-looking statement in this slide presentation, except as required by applicable law or regulation.



Irene Rosenfeld Chairman & CEO



Mondelēz International is a unique investment vehicle...



**Advantaged
Geographic
Footprint**

**Fast-
Growing
Categories**

**Favorite
Snacks
Brands**

**Proven
Innovation
Platforms**

**Strong
Routes-to-
Market**

**World-Class
Talent &
Capabilities**



...with top-tier revenue and earnings potential

Long-Term Targets

Organic Net Revenue Growth

5%-7%

Operating Income Growth

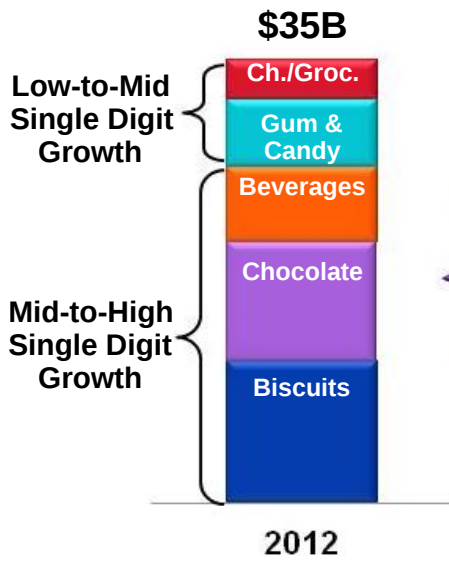
**High Single-Digit
(constant FX)**

Operating EPS Growth

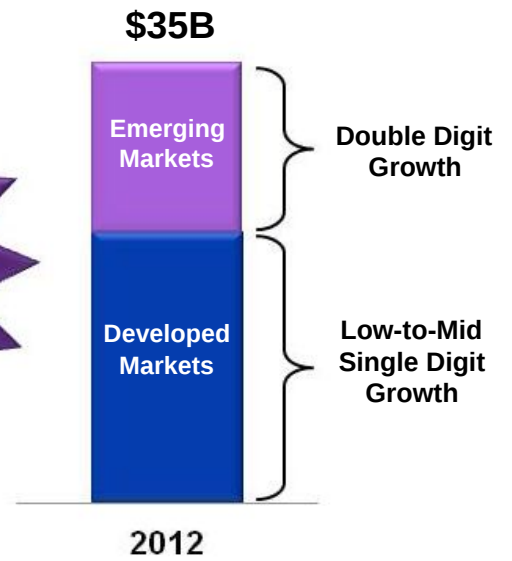
**Double-Digit
(constant FX)**

Top-tier revenue growth is clearly achievable

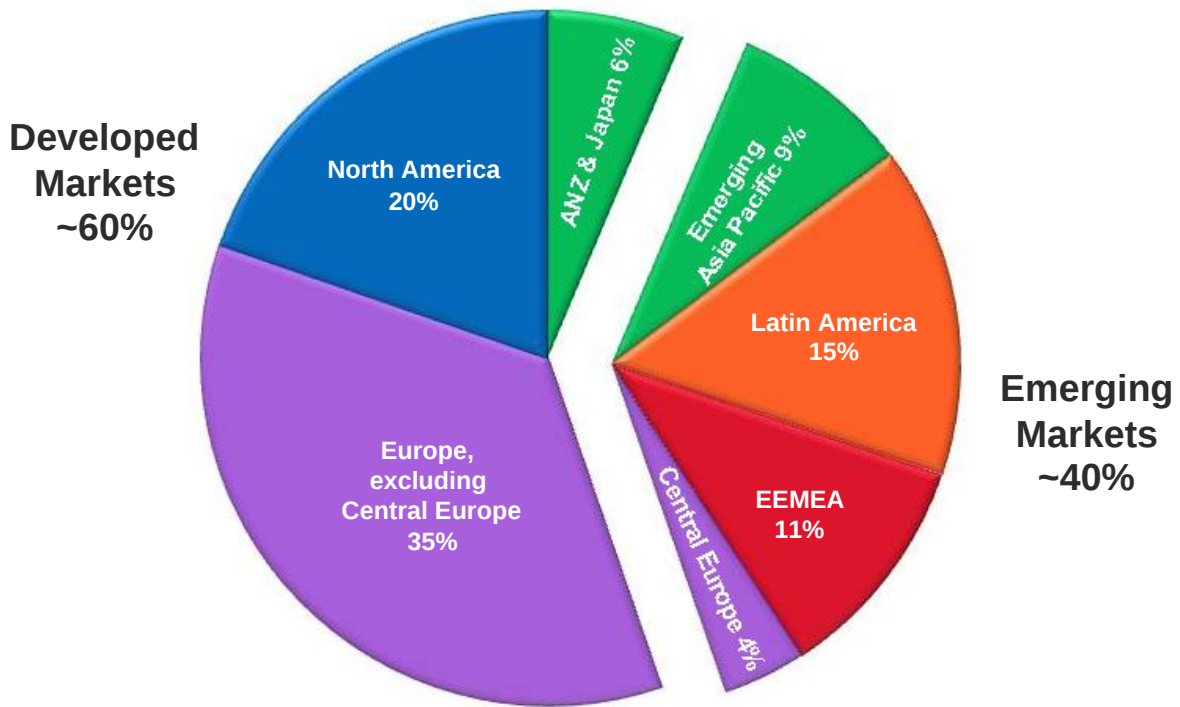
By Category



By Geography



Nearly 40% of portfolio in emerging markets



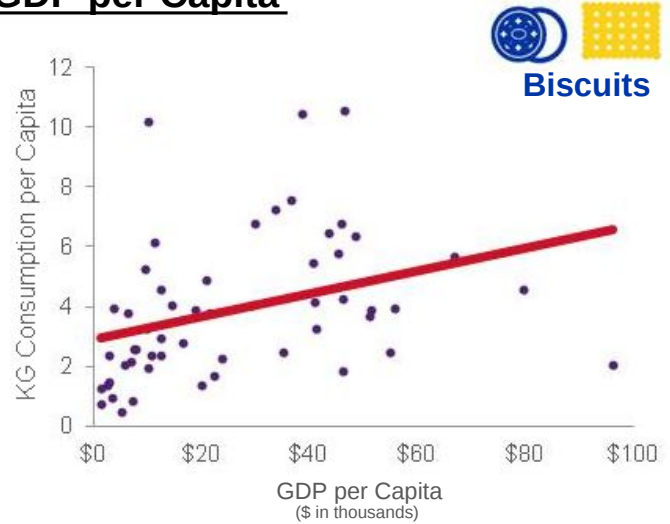
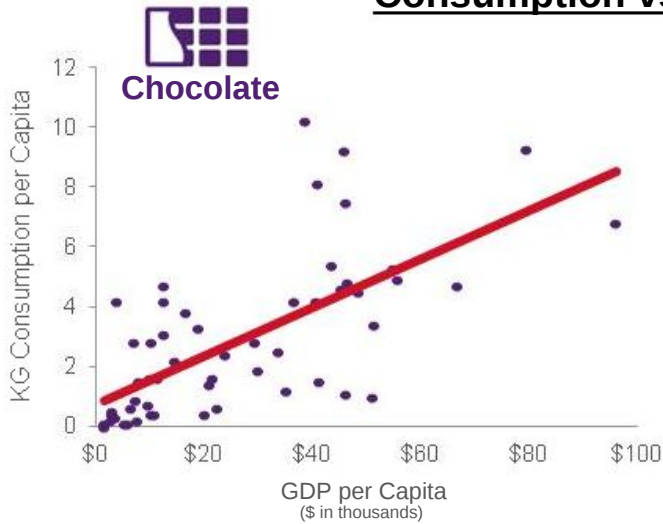
**\$35 Billion in
2012 Net Revenues**



Emerging markets are highly attractive

- Snacks categories growing at high single digits / double digits
- Rising GDP fuels rapidly growing per capita snacks consumption
- Opportunity for high rates of return

Consumption vs. GDP per Capita



Source: Euromonitor 2011

Race is on to secure and expand positions in emerging markets

- Companies that fortify strong positions over the next 3 to 5 years will win

“Africa and Middle East are growth engines for the future. Nestle’s objective is to triple the business by 2020 at constant currency”

Nestle statement on 9/25/12

“Russia has the potential to be the number one consumer market in Europe by 2020... Adding in Pringles ... provides a fantastic platform for us to capitalize on growth in this market in the years ahead”

Kellogg statement on 2/20/13

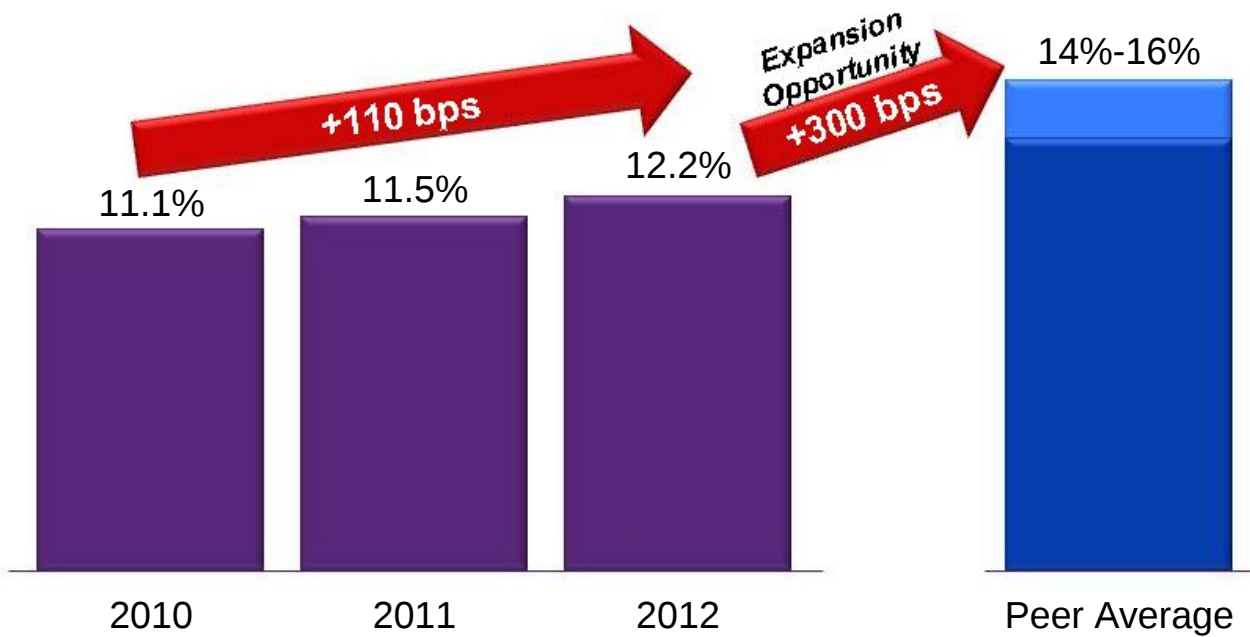
“We’re placing a big bet in China and anticipate it will be Hershey’s number two market, behind only the US in the coming five years”

Hershey statement on 2/20/13



Steady improvement in OI margin with significant expansion opportunity

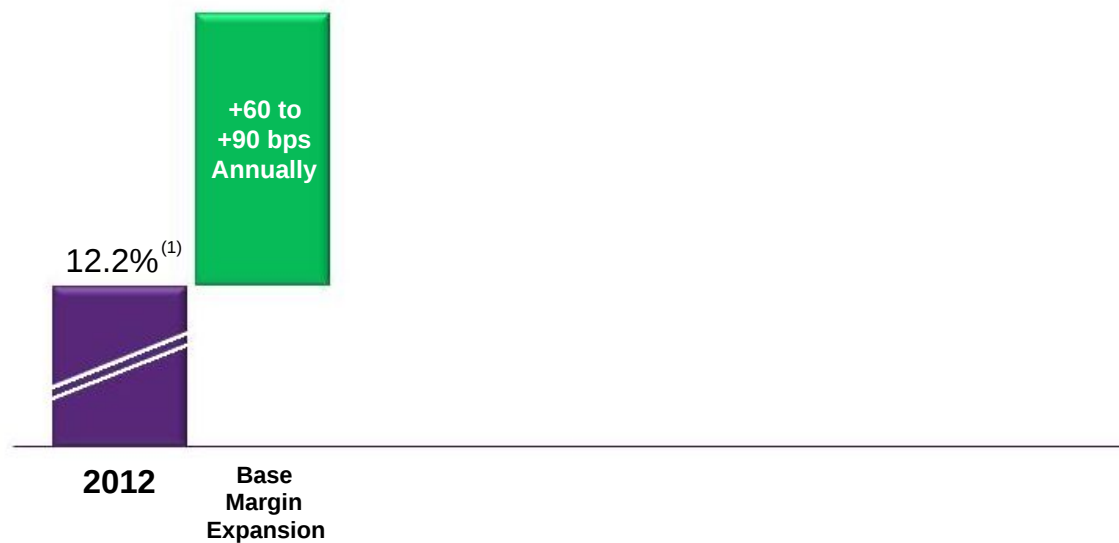
Adjusted Operating Income Margin



Note: Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Significant base margin expansion opportunity

Adjusted Operating Income Margin

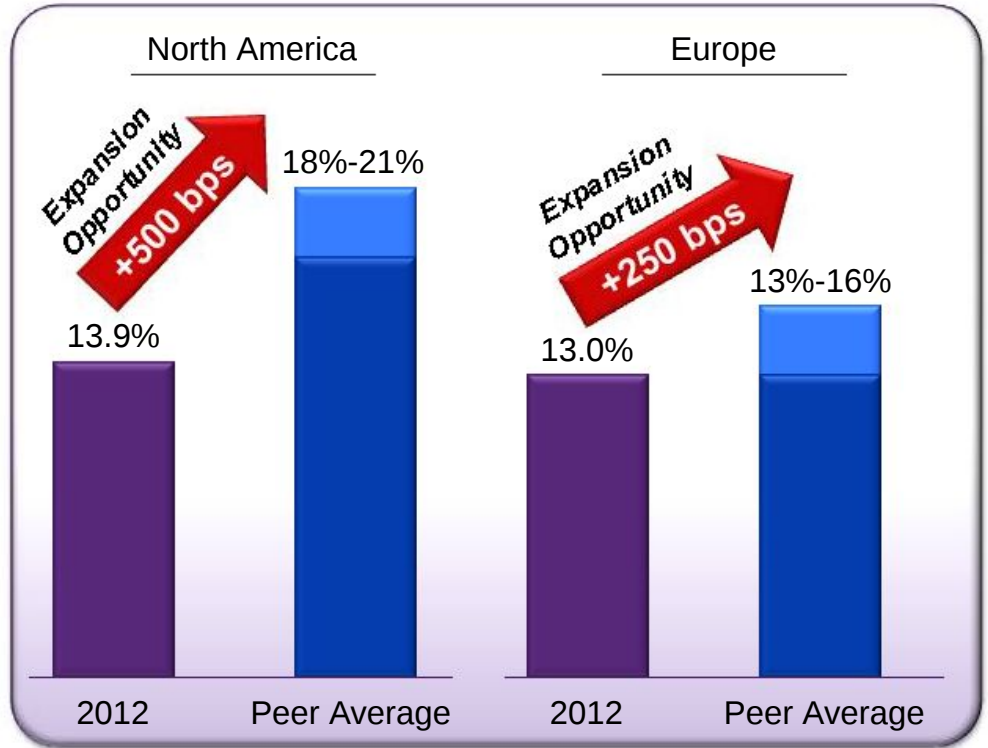
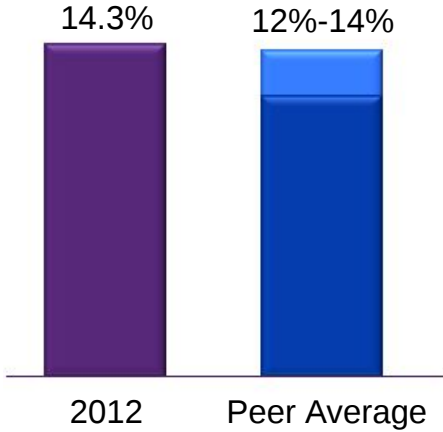


(1) Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Opportunity is largely in North America and Europe

Adjusted Operating Income Margin

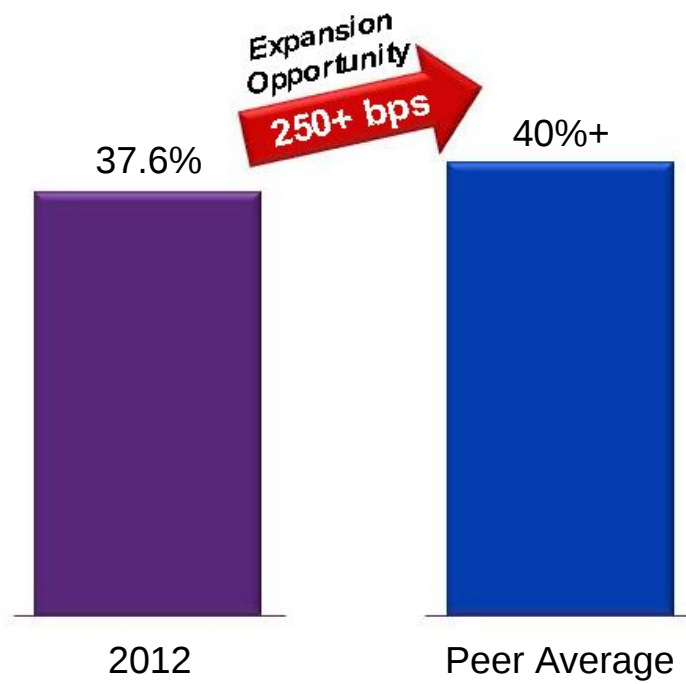
LA, AP, EEMEA
Combined



Note: Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Gross margin is our biggest opportunity

Adjusted Gross Profit Margin

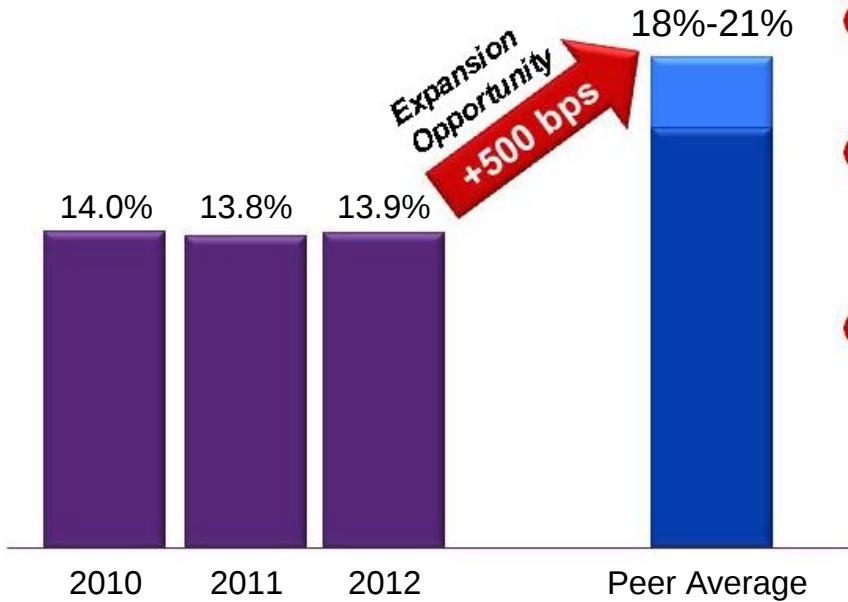


Note: Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.



NORTH AMERICA: Significant opportunity for margin expansion

Adjusted Segment Operating Income Margin



Key Drill Sites

- 1 Drive Power Brands and product mix
- 2 Cost Management and Overheads
 - Target 4%+ COGS productivity
 - Remove dis-synergies
- 3 Reinvent Supply Chain
 - Install new technology
 - Repatriate production

Note: Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.



NORTH AMERICA: Cost management and overhead reduction opportunities

1 Cost Management

- Lean Six Sigma productivity
- Increase procurement savings

1 Overhead Reduction

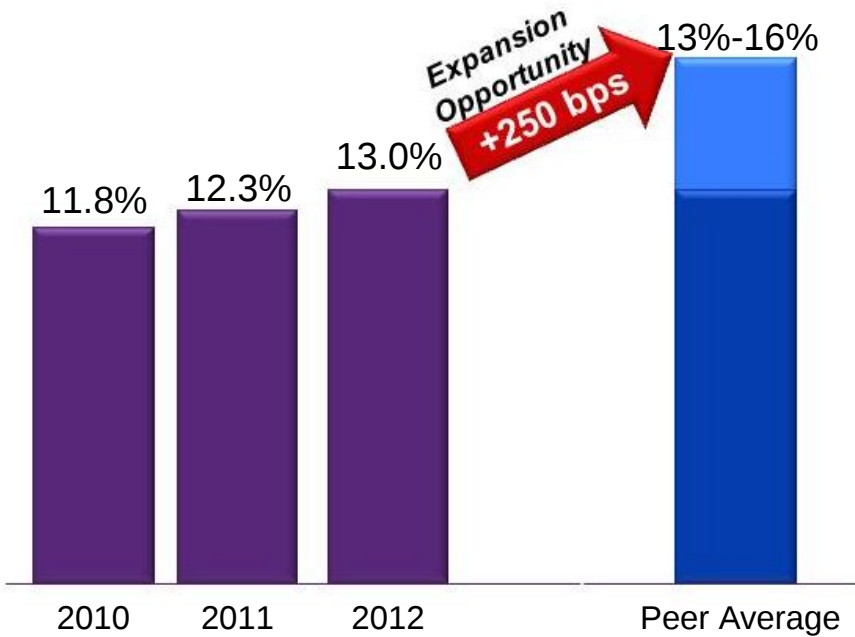
- Reduce/eliminate dis-synergies
- Capture synergies between U.S. and Canada
- Leverage SAP; eliminate redundant systems

NORTH AMERICA: Reinventing the supply chain drives gross margin expansion

- 1 Introduce new technology to improve throughput
- 1 Repatriate production from co-manufacturers
- 1 Complete closure of Lakeshore Bakery (Toronto)

EUROPE: Continue steady margin progress

Adjusted Segment Operating Income Margin



Key Drill Sites

- 1 Expand Gross Margin
 - Drive Power Brands and product mix
 - Target 4%+ COGS productivity
 - Streamline supply chain
- 2 Reduce overheads
 - Integrate Central Europe into category model
 - Leverage service centers in low cost locations

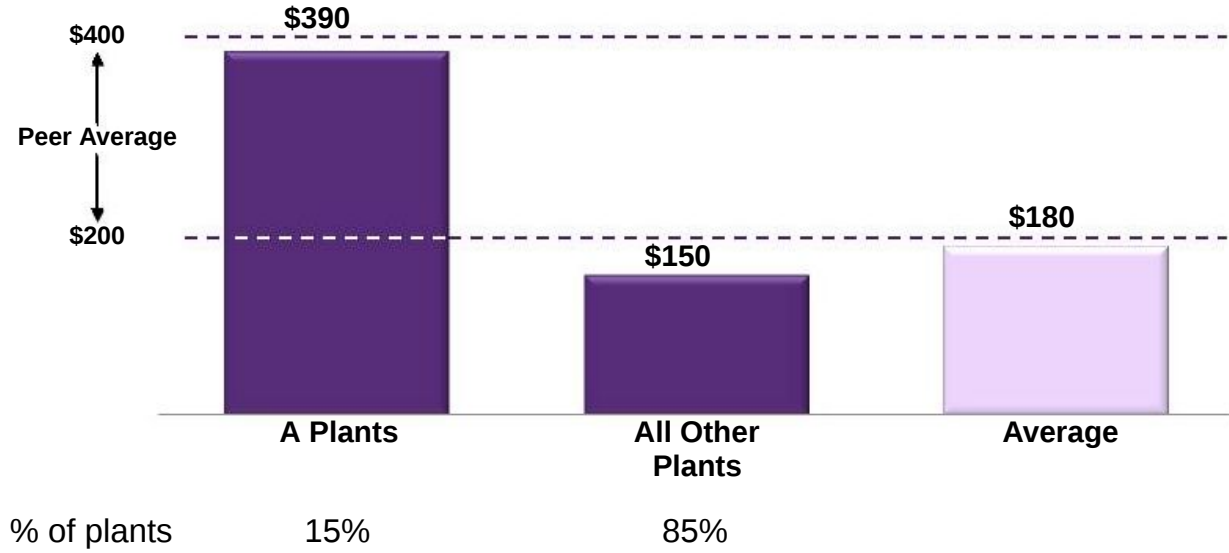
Note: Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.



EUROPE: Significant supply chain optimization opportunity

Net Revenue Per Plant

(\$ millions)

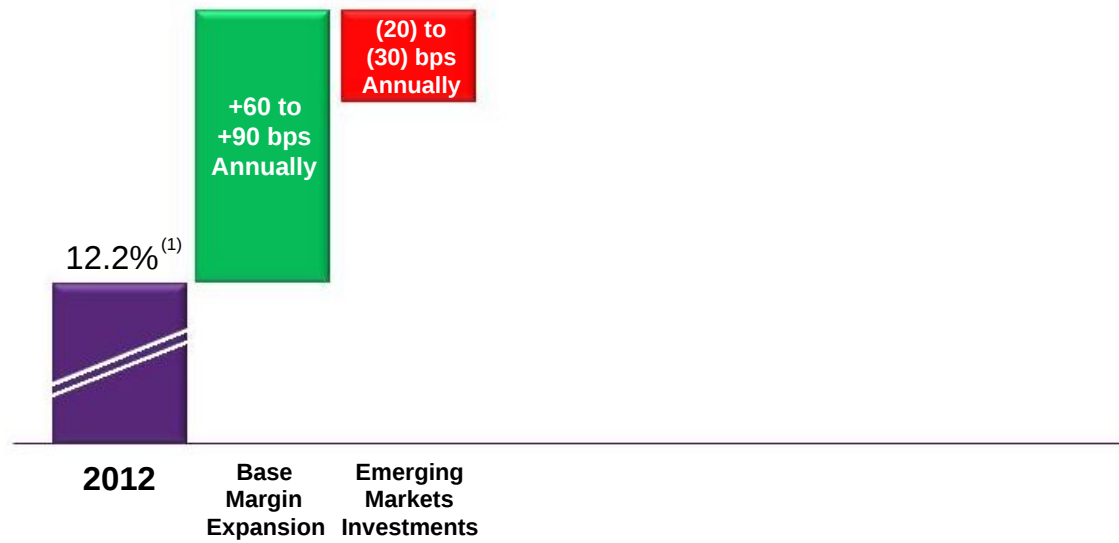


EUROPE: Continue to drive overhead efficiencies

- Overhead reductions primary driver of margin improvement since 2009
 - Unlocked scale through category model
 - Achieved synergies integrating LU and Cadbury
 - Consolidated business on fully-harmonized SAP system
- Aiming to further optimize overhead structure
 - Integrating Central European countries into category model
 - Deliver best-in-class cost by leveraging low cost locations

Stepping up investments in emerging markets to create value

Adjusted Operating Income Margin

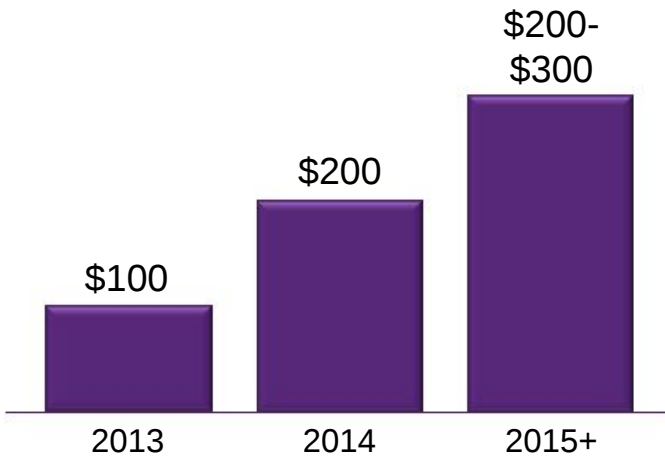


(1) Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Focused emerging markets investments provide growth and attractive returns

Incremental Investments in Emerging Markets

(\$ millions)



- Opportunities:

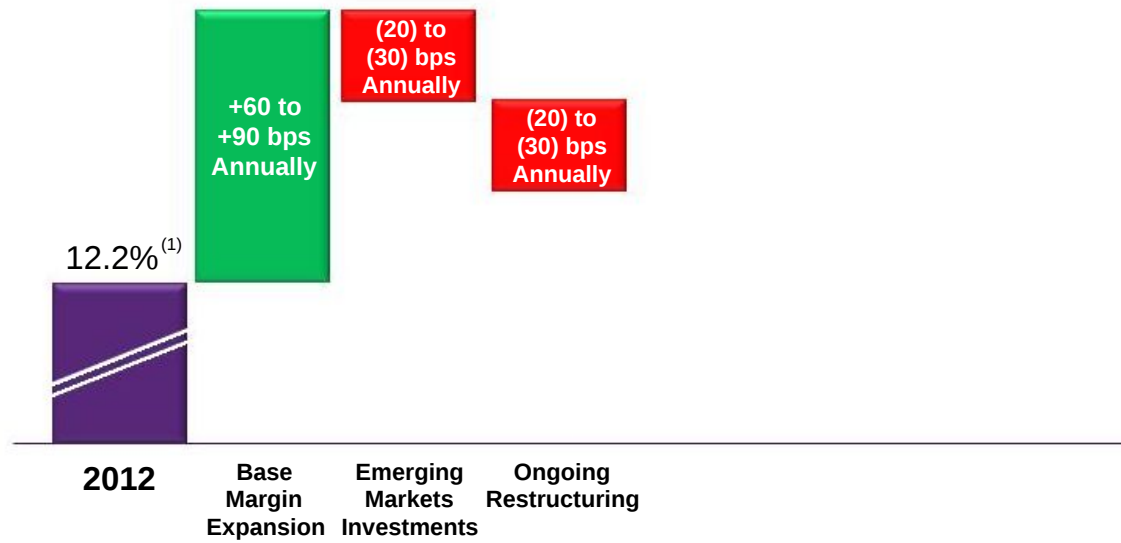
	Payback
Boost Power Brand Support	~1 year
RTM, Sales Expansion	1-2 years
White Space Entries	3-5 years

- Disciplined approach with attractive returns

- IRR well in excess of cost of capital

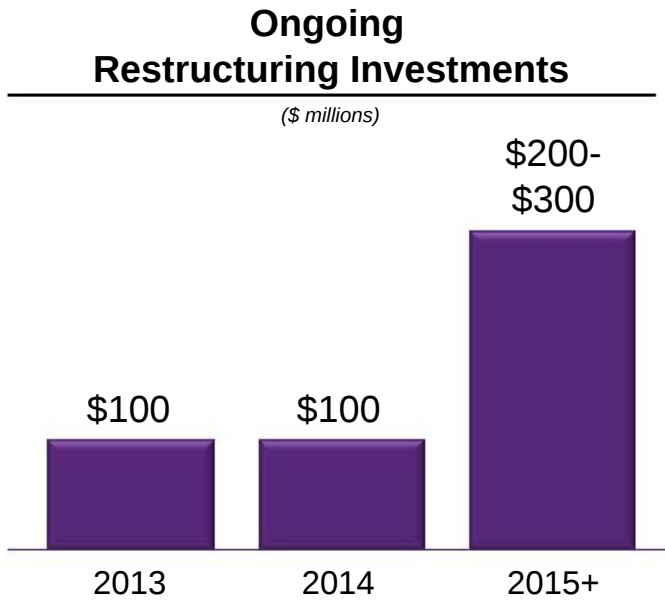
Funding ongoing restructuring to improve long-term cost structure

Adjusted Operating Income Margin



(1) Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

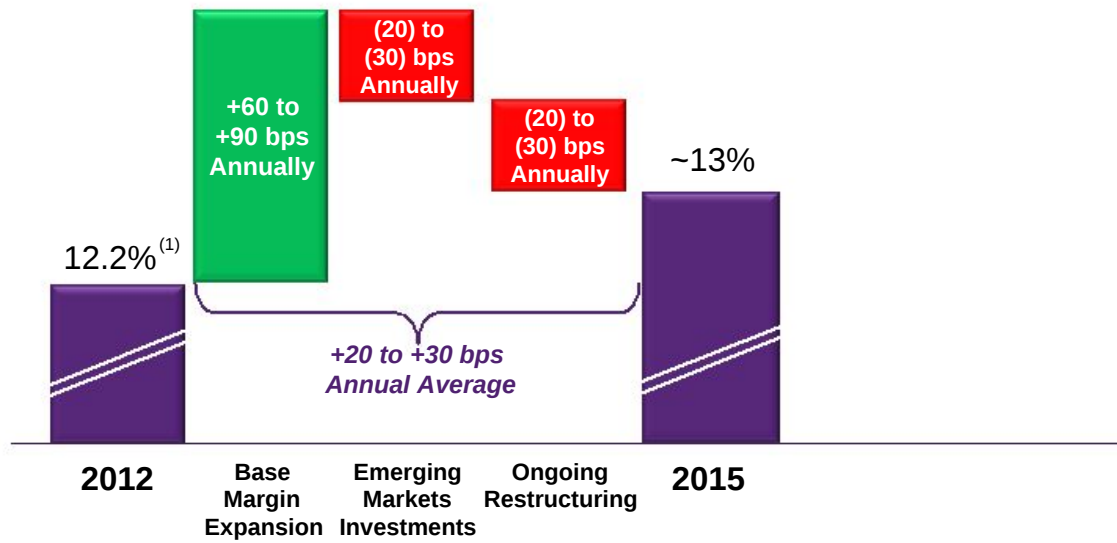
Ongoing restructuring will continue to drive long-term efficiency



- Moving to “Pay as You Go” model once 2012–2014 program completed
- Included in long-term growth algorithm and guidance

Expect moderate margin expansion over the next three years ...

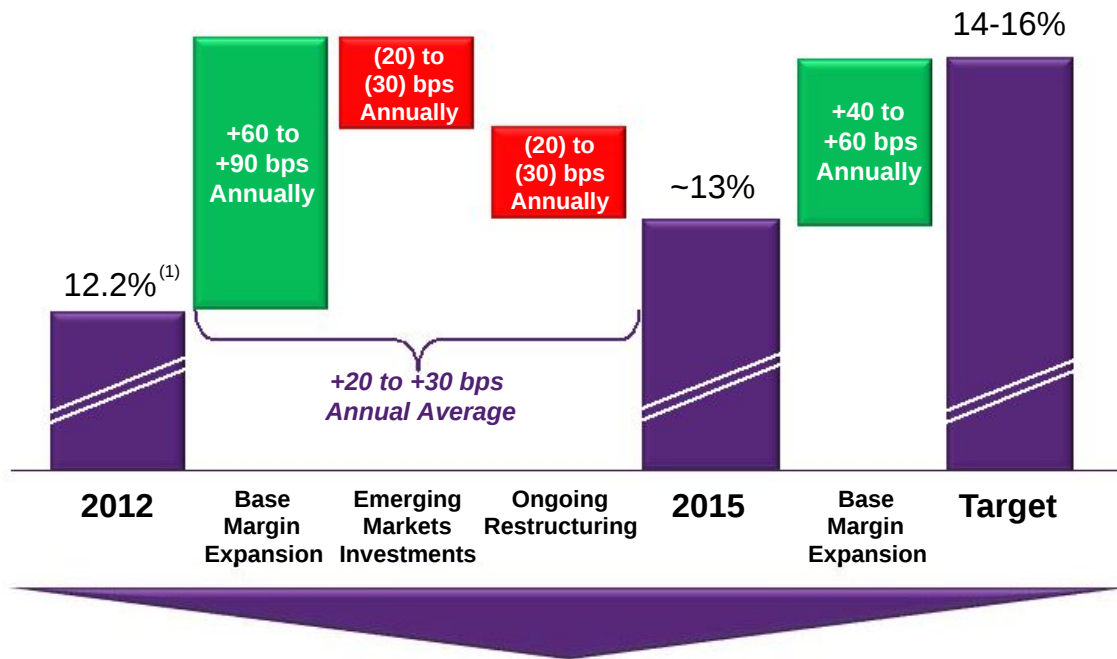
Adjusted Operating Income Margin



(1) Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

... with more significant opportunities longer term

Adjusted Operating Income Margin



Double Digit EPS Growth*



* On a constant currency basis
 (1) Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Reaffirming 2013 guidance

- Organic revenue growth at the low end of 5-7% range
 - Coffee pricing and capacity constraints tempering 1H growth by ~1.5 pp
 - Revenue growth in 2H expected to accelerate
- On track to deliver Operating EPS of \$1.55 to \$1.60 (+14% - 18% on a constant currency basis)
 - 1H margin tempered versus year-ago
 - Negative impact of Venezuela devaluation and PY one-time items
 - Dis-synergies and stepped up emerging markets investments
 - Q2 cycling a difficult PY comparison
 - Stronger 2H margin
 - Revenue growth increases leverage
 - Lower impact of dis-synergies
 - Full year margin likely to be flat
 - Tax favorabilities enable head start on investment

Delivering significant shareholder value

Long-Term Targets

Organic Net Revenue Growth	5%-7%
Operating Income Growth	High Single-Digit (constant FX)
Operating EPS Growth	Double-Digit (constant FX)

Targeting 14% – 16% Margins

Mondelez International



Appendix: Operating Income Margin – Total Company

Total Company Operating Income Margins (fiscal year 2012)



Source: Company Reports.

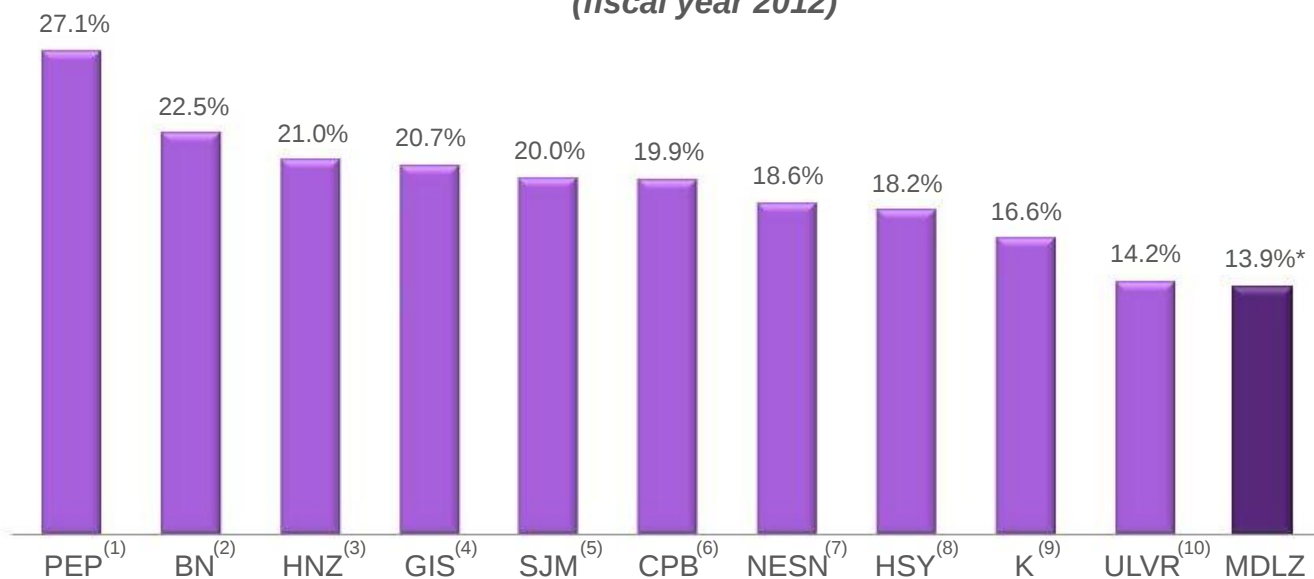


1) Reflects trading operating profit ex asset impairments

* Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Appendix: Operating Income Margin – North America

North America Operating Income Margins (fiscal year 2012)



- 1) Reflects PepsiCo NA Food.
- 2) Reflects North America, excluding CIS. Reflects deduction for partial corporate expense.
- 3) Reflects North America.
- 4) Reflects US.
- 5) Reflects Global, which is about 99% North America.
- 6) Reflects US Simple Meals, US Beverages, North America Foodservice and half of Global Baking & Snacking.
- 7) Reflects North America and Latin America, excluding globally managed businesses (mainly Water, Nutrition, Nespresso, Professional). Reflects trading operating profit ex asset impairments
- 8) Reflects Global, which is about 90% North America. Reflects deduction for corporate expense.
- 9) Reflects North America. Excludes Pringles integration costs.
- 10) Reflects North America and Latin America. Reflects deduction for partial corporate expense.

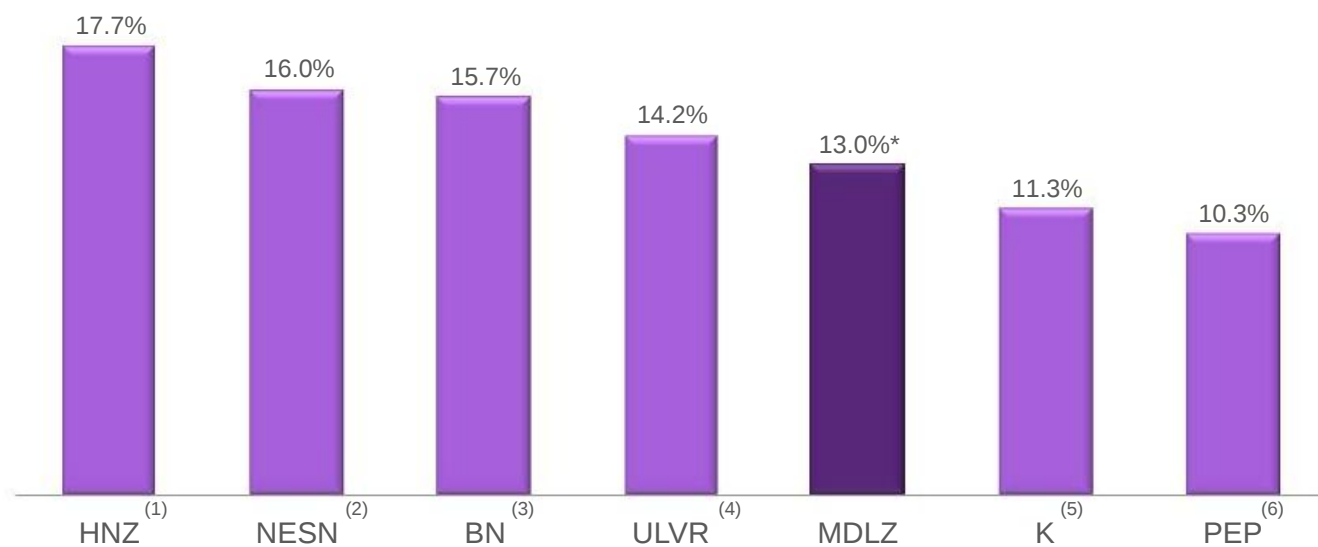
Source: Company Reports.



* Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Appendix: Operating Income Margin – Europe

Europe Operating Income Margins (fiscal year 2012)



- 1) Reflects Europe, including Russia.
- 2) Reflects Europe, including Central Europe, Russia and Turkey, but excluding globally managed businesses (mainly Water, Nutrition, Nespresso, Professional). Reflects trading operating profit ex asset impairments.
- 3) Reflects Europe, including Central Europe. Reflects deduction for partial corporate expense.
- 4) Reflects Europe, including Central Europe. Reflects deduction for partial corporate expense.
- 5) Reflects Europe, including Russia. Excludes Pringles integration costs.
- 6) Reflects Europe, including Russia and South Africa.

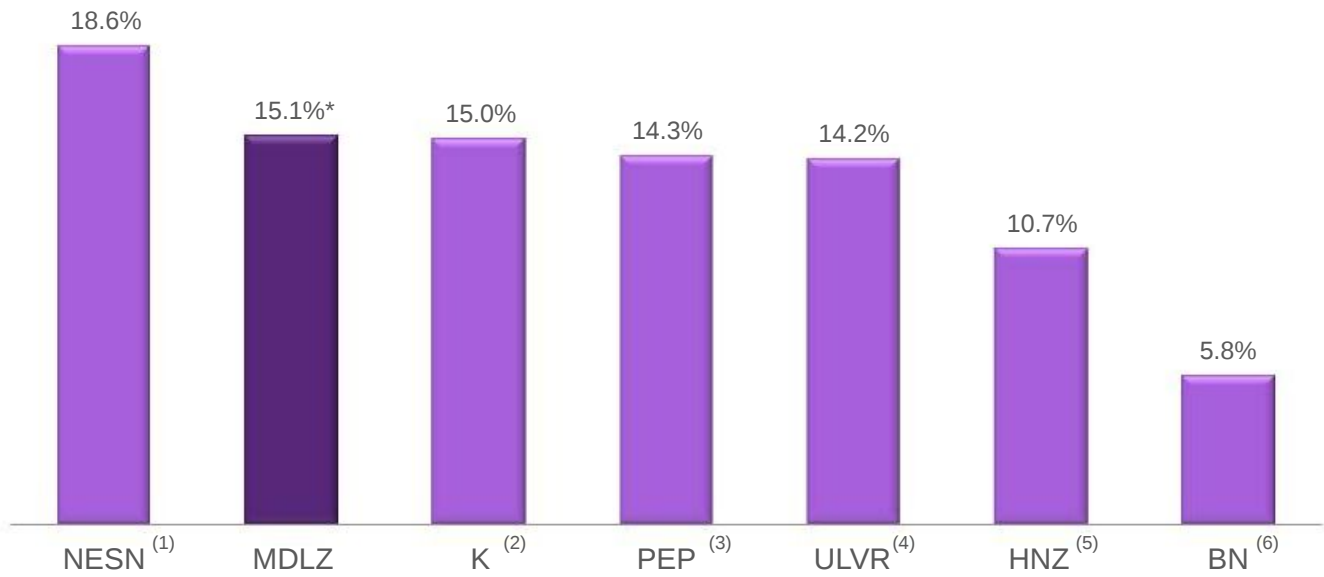
Source: Company Reports.



* Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Appendix: Operating Income Margin – Latin America

Latin America Operating Income Margins (fiscal year 2012)



- 1) Reflects North America and Latin America, excluding globally managed businesses (mainly Water, Nutrition, Nespresso, Professional). Reflects trading operating profit ex asset impairments.
- 2) Reflects Latin America. Excludes Pringles integration costs.
- 3) Reflects Latin America Foods.
- 4) Reflects North America and Latin America. Reflects decision for partial corporate expense.
- 5) Reflects Rest of World (Latin America, Middle East and Africa).
- 6) Reflects Latin America, Middle East and Africa, and CIS. Reflects decision for partial corporate expense.

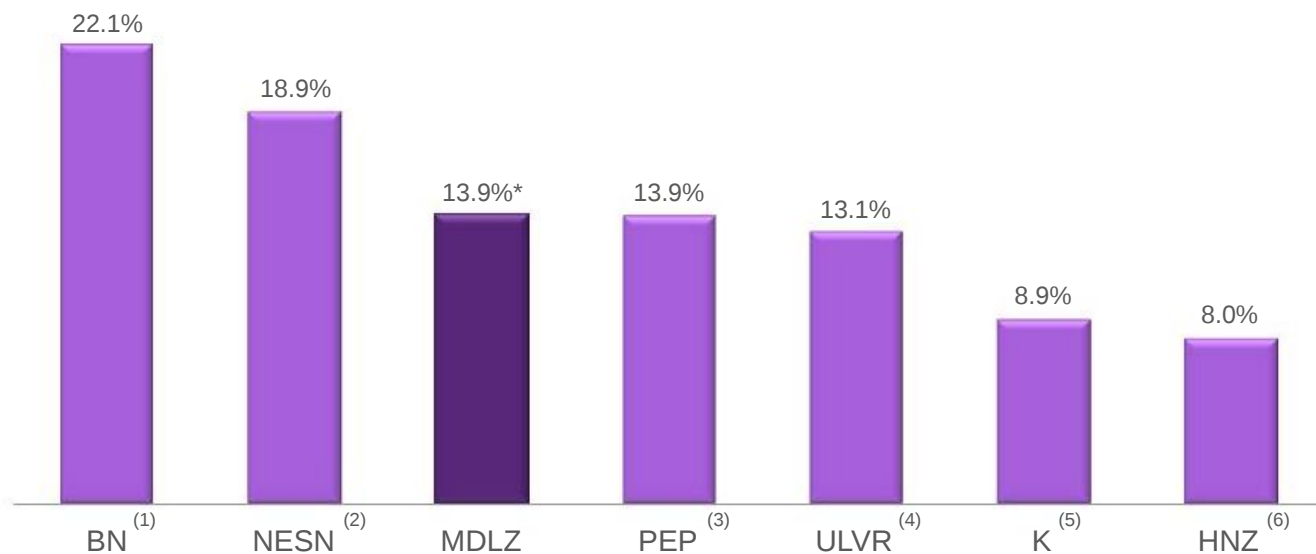
Source: Company Reports.



* Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Appendix: Operating Income Margin – Asia Pacific

Asia Pacific Operating Income Margins (fiscal year 2012)



- 1) Reflects Asia. Reflects deduction for partial corporate expense.
- 2) Reflects Asia, Oceania, Africa, excluding globally managed businesses (mainly Water, Nutrition, Nespresso, Professional). Reflects trading operating profit ex asset impairments.
- 3) Reflects Asia, Middle East and Africa, excluding South Africa.
- 4) Reflects Asia, Africa, Middle East, Turkey, Russia, Ukraine and Belarus. Reflects deduction for partial corporate expense.
- 5) Reflects Asia Pacific. Excludes Pringles integration costs.
- 6) Reflects Asia Pacific.

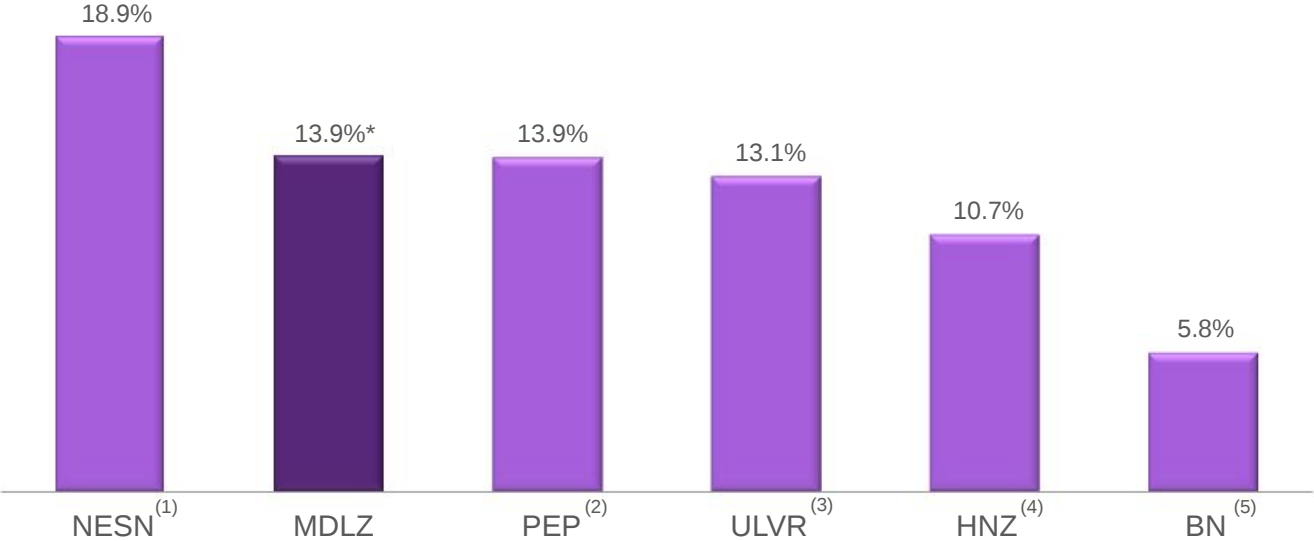
Source: Company Reports.



* Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

Appendix: Operating Income Margin – EEMEA

EEMEA Operating Income Margins (fiscal year 2012)



- 1) Reflects Asia, Oceania, Africa, excluding globally managed businesses (mainly Water, Nutrition, Nespresso, Professional). Reflects trading operating profit ex asset impairments.
- 2) Reflects Asia, Middle East and Africa, excluding South Africa.
- 3) Reflects Asia, Africa, Middle East, Turkey, Russia, Ukraine and Belarus. Reflects deduction for partial corporate expense.
- 4) Reflects Rest of World (Latin America, Middle East and Africa).
- 5) Reflects Latin America, Middle East, Africa and CIS. Reflects deduction for partial corporate expense.

Source: Company Reports.



* Please see the GAAP to non-GAAP reconciliations provided at the end of this presentation.

GAAP to Non-GAAP Reconciliation

Gross Profit To Adjusted Gross Profit

Mondelēz International, Inc. and Subsidiaries
For the Twelve Months Ended December 31,
(\$ in millions, except percentages) (Unaudited)

	As Revised (GAAP)	Integration Program costs ⁽¹⁾	Spin-Off Costs and Related Adjustments ⁽²⁾	2012-2014 Restructuring Program costs ⁽³⁾	Impact from Divestitures ⁽⁴⁾	As Adjusted (Non-GAAP)
2012						
Net Revenues	\$ 35,015	\$ -	\$ -	\$ -	\$ (244)	\$ 34,771
Gross Profit	\$ 13,076	\$ 28	\$ 33	\$ 2	\$ (71)	\$ 13,068
Gross Profit Margin	37.3%					37.6%

- ⁽¹⁾ Integration Program costs are defined as the costs associated with combining the Mondelēz International and Cadbury businesses, and are separate from those costs associated with the acquisition.
- ⁽²⁾ Spin-Off Costs represent transaction and transition costs associated with preparing the businesses for independent operations consisting 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. Spin-Off related adjustments include the pension adjustment defined as the estimated benefit plan expense associated with certain benefit plan obligations transferred to Kraft Foods Group in the Spin-Off.
- ⁽³⁾ Restructuring Program costs represent restructuring and related implementation costs reflecting primarily severance, asset disposals and other manufacturing-related costs.
- ⁽⁴⁾ Reflects divestitures that occurred in 2012.

GAAP to Non-GAAP Reconciliation

Operating Income To Adjusted Operating Income

Mondelēz International, Inc. and Subsidiaries
For the Twelve Months Ended December 31,
(\$ in millions, except percentages) (Unaudited)

	As Revised (GAAP)	Integration Program costs ⁽¹⁾	Spin-Off Costs and Related Adjustments ⁽²⁾	2012 - 2014 Restructuring Program costs ⁽³⁾	Impact from Divestitures ⁽⁴⁾	Gain on Divestitures, net	Acquisition- related costs	As Adjusted (Non-GAAP)
2012								
Net Revenues	\$ 35,015	\$ -	\$ -	\$ -	\$ (244)	\$ -	\$ -	\$ 34,771
Operating Income	\$ 3,637	\$ 140	\$ 512	\$ 110	\$ (58)	\$ (107)	\$ 1	\$ 4,235
Operating Income Margin	10.4%							12.2%
2011								
Net Revenues	\$ 35,810	\$ 1	\$ -	\$ -	\$ (316)	\$ -	\$ -	\$ 35,495
Operating Income	\$ 3,498	\$ 521	\$ 137	\$ -	\$ (59)	\$ -	\$ -	\$ 4,097
Operating Income Margin	9.8%							11.5%
2010								
Net Revenues	\$ 31,489	\$ 1	\$ -	\$ -	\$ (395)	\$ -	\$ -	\$ 31,095
Operating Income	\$ 2,496	\$ 646	\$ 91	\$ -	\$ (56)	\$ -	\$ 273	\$ 3,450
Operating Income Margin	7.9%							11.1%

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⁽²⁾ Spin-Off Costs represent transaction and transition costs associated with preparing the businesses for independent operations consisting 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. Spin-Off related adjustments include the pension adjustment defined as the estimated benefit plan expense associated with certain benefit plan obligations transferred to Kraft Foods Group in the Spin-Off.

⁽³⁾ Restructuring Program costs represent restructuring and related implementation costs reflecting primarily severance, asset disposals and other manufacturing-related costs.

⁽⁴⁾ Reflects divestitures that occurred in 2012 and in prior years.



GAAP to Non-GAAP Reconciliation

Segment Operating Income To Adjusted Segment Operating Income

For the Twelve Months Ended December 31,
(\$ in millions, except percentages) (Unaudited)

	As Revised (GAAP)	Integration Program costs ⁽¹⁾	Spin-Off Costs and Related Adjustments ⁽²⁾	2012-2014 Restructuring Program costs ⁽³⁾	Impact from Divestitures ⁽⁴⁾	Acquisition- related costs	As Adjusted (Non-GAAP)
2012							
Europe							
Net Revenues	\$ 13,817	\$ -	\$ -	\$ -	\$ (197)	\$ -	\$ 13,620
Segment Operating Income	\$ 1,762	\$ 47	\$ 1	\$ 6	\$ (51)	\$ -	\$ 1,765
Segment Operating Income Margin	12.8%						13.0%
North America							
Net Revenues	\$ 6,903	\$ -	\$ -	\$ -	\$ (47)	\$ -	\$ 6,856
Segment Operating Income	\$ 781	\$ 6	\$ 77	\$ 98	\$ (7)	\$ -	\$ 955
Segment Operating Income Margin	11.3%						13.9%
2011							
Europe							
Net Revenues	\$ 14,874	\$ 1	\$ -	\$ -	\$ (255)	\$ -	\$ 14,620
Segment Operating Income	\$ 1,586	\$ 260	\$ -	\$ -	\$ (52)	\$ -	\$ 1,794
Segment Operating Income Margin	10.7%						12.3%
North America							
Net Revenues	\$ 6,833	\$ -	\$ -	\$ -	\$ (61)	\$ -	\$ 6,772
Segment Operating Income	\$ 787	\$ 66	\$ 91	\$ -	\$ (7)	\$ -	\$ 937
Segment Operating Income Margin	11.5%						13.8%
2010							
Europe							
Net Revenues	\$ 13,111	\$ -	\$ -	\$ -	\$ (345)	\$ -	\$ 12,766
Segment Operating Income	\$ 1,253	\$ 279	\$ -	\$ -	\$ (48)	\$ 25	\$ 1,509
Segment Operating Income Margin	9.6%						11.8%
North America							
Net Revenues	\$ 6,441	\$ -	\$ -	\$ -	\$ (50)	\$ -	\$ 6,391
Segment Operating Income	\$ 749	\$ 54	\$ 91	\$ -	\$ (8)	\$ 7	\$ 893
Segment Operating Income Margin	11.6%						14.0%

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⁽²⁾ Spin-Off Costs represent transaction and transition costs associated with preparing the businesses for independent operations consisting 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. Spin-Off related adjustments include the pension adjustment defined as the estimated benefit plan expense associated with certain benefit plan obligations transferred to Kraft Foods Group in the Spin-Off.

⁽³⁾ Restructuring Program costs represent restructuring and related implementation costs reflecting primarily severance, asset disposals and other manufacturing-related costs.

⁽⁴⁾ Reflects divestitures that occurred in 2012 and in prior years.

GAAP to Non-GAAP Reconciliation

Segment Operating Income To Adjusted Segment Operating Income

For the Twelve Months Ended December 31,
(\$ in millions, except percentages) (Unaudited)

	As Revised (GAAP)	Integration Program costs ⁽¹⁾	Spin-Off Costs and Related Adjustments ⁽²⁾	2012-2014 Restructuring Program costs ⁽³⁾	Impact from Divestitures ⁽⁴⁾	As Adjusted (Non-GAAP)
2012						
Latin America						
Net Revenues	\$ 5,396	\$ -	\$ -	\$ -	\$ -	\$ 5,396
Segment Operating Income	\$ 769	\$ 30	\$ 8	\$ 7	\$ -	\$ 814
Segment Operating Income Margin	14.3%					15.1%
Asia Pacific						
Net Revenues	\$ 5,164	\$ -	\$ -	\$ -	\$ -	\$ 5,164
Segment Operating Income	\$ 657	\$ 40	\$ 19	\$ -	\$ -	\$ 716
Segment Operating Income Margin	12.7%					13.9%
Eastern Europe, Middle East & Africa						
Net Revenues	\$ 3,735	\$ -	\$ -	\$ -	\$ -	\$ 3,735
Segment Operating Income	\$ 506	\$ 13	\$ -	\$ -	\$ -	\$ 519
Segment Operating Income Margin	13.5%					13.9%
LA, AP and EEMEA Combined						
Net Revenues	\$ 14,295	\$ -	\$ -	\$ -	\$ -	\$ 14,295
Segment Operating Income	\$ 1,932	\$ 83	\$ 27	\$ 7	\$ -	\$ 2,049
Segment Operating Income Margin	13.5%					14.3%

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⁽²⁾ Spin-Off Costs represent transaction and transition costs associated with preparing the businesses for independent operations consisting 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. Spin-Off related adjustments include the pension adjustment defined as the estimated benefit plan expense associated with certain benefit plan obligations transferred to Kraft Foods Group in the Spin-Off.

⁽³⁾ Restructuring Program costs represent restructuring and related implementation costs reflecting primarily severance, asset disposals and other manufacturing-related costs.

⁽⁴⁾ Reflects divestitures that occurred in 2012.