

Mondelez International, Inc.
Form 3
September 01, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|---|---|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Urdaneta Nelson</p> <p>(Last) (First) (Middle)</p> <p>C/O MONDELEZ INTERNATIONAL, INC.,Â THREE PARKWAY NORTH</p> <p>(Street)</p> <p>DEERFIELD,Â ILÂ 60015</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/01/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Mondelez International, Inc. [MDLZ]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP, Corporate Controller & CAO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock | 18,837 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------|------------------|-----------------|-------------------------|----------------------------|------------------------------|---|---|
| Stock Options (right to buy) | Â <u>(2)</u> | 02/02/2018 | Class A Common Stock | 4,760 | \$ 19.2987 | D | Â |
| Stock Options (right to buy) | Â <u>(3)</u> | 02/20/2019 | Class A Common Stock | 7,200 | \$ 15.472 | D | Â |
| Stock Options (right to buy) | Â <u>(4)</u> | 02/21/2020 | Class A Common Stock | 10,860 | \$ 19.0761 | D | Â |
| Stock Options (right to buy) | Â <u>(5)</u> | 02/23/2021 | Class A Common Stock | 9,900 | \$ 20.8303 | D | Â |
| Stock Options (right to buy) | Â <u>(6)</u> | 02/23/2022 | Class A Common Stock | 9,080 | \$ 24.8687 | D | Â |
| Stock Options (right to buy) | Â <u>(7)</u> | 02/20/2023 | Class A Common Stock | 14,790 | \$ 27.05 | D | Â |
| Stock Options (right to buy) | Â <u>(8)</u> | 02/19/2024 | Class A Common Stock | 11,710 | \$ 34.165 | D | Â |
| Stock Options (right to buy) | Â <u>(9)</u> | 02/18/2025 | Class A Common Stock | 10,830 | \$ 36.94 | D | Â |
| Stock Options (right to buy) | Â <u>(10)</u> | 02/22/2026 | Class A Common Stock | 10,710 | \$ 39.7 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Urdaneta Nelson C/O MONDELEZ INTERNATIONAL, INC. THREE PARKWAY NORTH DEERFIELD, IL 60015 | Â | Â | Â VP, Corporate Controller & CAO | Â |

Signatures

/s/ Jenny L. Lauth, by Power of
Attorney

09/01/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Total number of shares includes 6,410 deferred stock units granted under the Issuer's Amended and Restated 2005 Performance Incentive Plan. Deferred stock units will vest as follows: 2,350 on February 20, 2017; 2,030 on February 21, 2017 and 2,030 February 20, 2018.
- (1) Options vested in three annual installments as follows: 33% on February 4, 2009; 33% on February 4, 2010; and 34% on February 4, 2011.
 - (2) Options vested in three annual installments as follows: 33% on February 19, 2010; 33% on February 18, 2011; and 34% on February 17, 2012.
 - (3) Options vested in three annual installments as follows: 33% on February 22, 2011; 33% on February 22, 2012; and 34% on February 22, 2013.
 - (4) Options vested in three annual installments as follows: 33% on February 23, 2012; 33% on February 25, 2013; and 34% on February 24, 2014.
 - (5) Options vested in three annual installments as follows: 33% on February 23, 2013; 33% on February 23, 2014; and 34% on February 23, 2015.
 - (6) Options vested in three annual installments as follows: 33% on February 20, 2014; 33% on February 20, 2015; and 34% on February 20, 2016.
 - (7) Options vested or will vest in three annual installments as follows: 33% on February 19, 2015; 33% on February 19, 2016; and 34% on February 19, 2017.
 - (8) Options vested or will vest in three annual installments as follows: 33% on February 18, 2016; 33% on February 18, 2017; and 34% on February 18, 2018.
 - (9) Options vest in three annual installments as follows: 33% on February 22, 2017; 33% on February 22, 2018; and 34% on February 22, 2019.
 - (10)

Â

Remarks:

ExhibitÂ 24.1Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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