

Mondelez International, Inc.  
Form 4  
May 09, 2016

**FORM 4**

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

OMB APPROVAL

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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 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)

1. Name and Address of Reporting Person \*  
Clouse Mark A.

2. Issuer Name and Ticker or Trading Symbol  
Mondelez International, Inc.  
[MDLZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/05/2016

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
EVP & Chief Commercial Officer

MONDELEZ INTERNATIONAL, INC., THREE PARKWAY NORTH

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

DEERFIELD, IL 60015

(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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	05/05/2016		M		12,240 <sup>(1)</sup>	A	\$ 19.3 242,288 D
Class A Common Stock	05/05/2016		F		8,937 <sup>(1)</sup>	D	\$ 43.92 233,351 D
Class A Common Stock	05/05/2016		M		15,240 <sup>(2)</sup>	A	\$ 15.47 248,591 D
Class A Common Stock	05/05/2016		F		10,488	D	\$ 238,103 D

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Common Stock				<u>(2)</u>		43.92			
Class A Common Stock	05/05/2016		M	<u>22,680</u> (3)	A	\$ 19.08	260,783		D
Class A Common Stock	05/05/2016		F	<u>16,503</u> (3)	D	\$ 43.92	244,280		D
Class A Common Stock	05/05/2016		M	<u>37,710</u> (4)	A	\$ 20.83	281,990		D
Class a Common Stock	05/05/2016		F	<u>28,166</u> (4)	D	\$ 43.92	253,824		D
Class A Common Stock	05/05/2016		M	<u>41,450</u> (5)	A	\$ 24.87	295,274		D
Class A Common Stock	05/05/2016		F	<u>32,794</u> (5)	D	\$ 43.92	262,480		D
Class A Common Stock							7,477 <u>(6)</u>	I	401(k) Plan

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to	\$ 19.2987	05/05/2016		M	12,240 <u>(1)</u>	02/04/2011	02/02/2018	Class A Common Stock	12,240

buy) Stock Options (right to buy)	\$ 15.472	05/05/2016	M	15,240 (2)	02/17/2012	02/20/2019	Class A Common Stock	15,240
Stock Options (right to buy)	\$ 19.0761	05/05/2016	M	22,680 (3)	02/22/2013	02/21/2020	Class A Common Stock	22,680
Stock Options (right to buy)	\$ 20.8303	05/05/2016	M	37,710 (4)	02/24/2014	02/23/2021	Class A Common Stock	37,710
Stock Options (right to buy)	\$ 24.8687	05/05/2016	M	41,450 (5)	02/23/2015	02/23/2022	Class A Common Stock	41,450

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Clouse Mark A. MONDELEZ INTERNATIONAL, INC. THREE PARKWAY NORTH DEERFIELD, IL 60015			EVP & Chief Commercial Officer	

## Signatures

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

05/09/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) This Form 4 is being filed to report the exercise of stock options that became 100% exercisable on February 4, 2011 and expire on February 2, 2018, and to report the surrender of securities in payment of the exercise price and taxes.
- (2) This Form 4 is being filed to report the exercise of stock options that became 100% exercisable on February 17, 2012 and expire on February 20, 2019, and to report the surrender of securities in payment of the exercise price and taxes.
- (3) This Form 4 is being filed to report the exercise of stock options that became 100% exercisable on February 22, 2013 and expire on February 21, 2020, and to report the surrender of securities in payment of the exercise price and taxes.
- (4) This Form 4 is being filed to report the exercise of stock options that became 100% exercisable on February 24, 2014 and expire on February 23, 2021, and to report the surrender of securities in payment of the exercise price and taxes.
- (5) This Form 4 is being filed to report the exercise of stock options that became 100% exercisable on February 23, 2015 and expire on February 23, 2022, and to report the surrender of securities in payment of the exercise price and taxes.

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- Shares represent interests in the Mondelez International Stock Fund, which are payable in cash. The Reporting Person's interests in the
- (6) Mondelez International Stock Fund fluctuate with the fund's performance. The information in this report is based on a plan statement for the period ending April 30, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.