

Mondelez International, Inc.  
Form 8-A12B  
January 25, 2016

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

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Mondelez International, Inc.**

**(Exact name of registrant as specified in its charter)**

**Virginia**  
**(State or other jurisdiction**

**of incorporation)**

**Three Parkway North, Deerfield, Illinois**  
**(Address of Principal Executive Offices)**

**Securities to be registered pursuant to Section 12(b) of the Act:**

**52-2284372**  
**(IRS Employer**

**Identification No.)**

**60015**  
**(Zip Code)**

| <b>Title of each class<br/>to be so registered</b> | <b>Name of each exchange on which<br/>each class is to be registered</b> |
|--|--|
| <b>1.625% Notes due 2023</b>                       | <b>New York Stock Exchange</b>   |

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: **333-194330**

**Securities to be registered pursuant to Section 12(g) of the Act: None**

(Title of Class)

---

**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

Mondelēz International, Inc. (the Registrant ) has filed with the Securities and Exchange Commission (the SEC ) a prospectus supplement, dated January 13, 2016 (the Prospectus Supplement ) to a prospectus dated March 5, 2014 (the Prospectus ), relating to securities to be registered hereunder included in the Registrant s automatic shelf Registration Statement on Form S-3 (File No. 333-194330), which became automatically effective on March 5, 2014.

**Item 1. Description of Registrant s Securities to be Registered.**

The Registrant on this registration statement registers hereunder its issuance of 700,000,000 of 1.625% Notes due 2023 (the Notes ). For a description of the Notes to be registered hereunder, reference is made to the information under the heading Description of Debt Securities of the Prospectus (Registration No. 333-194330), as supplemented by the information under the heading Description of Notes in the Registrant s related Prospectus Supplement, filed by the Registrant with the SEC on January 15, 2016 (Registration No. 333-194330). Such information is incorporated herein by reference and made a part of this registration statement in its entirety. Copies of such descriptions will be filed with the New York Stock Exchange, Inc.

**Item 2. Exhibits.**

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 4.1                   | Indenture (incorporated by reference to Exhibit 4.1 to the Registration Statement on Form S-3 (Reg. No. 333-194330) filed with the SEC on March 5, 2014).   |
| 4.2                   | Officers Certificate of the Registrant under Section 301 of the Indenture (incorporated by reference to Exhibit 4.2 to the Registrant s Form 8-K filed with the SEC on January 21, 2016).   |
| 4.3                   | Specimen of Notes (incorporated by reference to Exhibit 4.3 to the Registrant s Form 8-K filed with the SEC on January 21, 2016).   |
| 99.1                  | Prospectus dated March 5, 2014, and Prospectus Supplement, dated January 13, 2016, relating to the Notes (incorporated by reference to the prospectus and prospectus supplement filed by the Registrant on January 15, 2016 (Registration No. 333-194330)). |

**SIGNATURES**

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.

**MONDELÉZ INTERNATIONAL, INC.**

By: /s/ Carol J. Ward

Name: Carol J. Ward

Title: Vice President and Corporate Secretary

Date: January 25, 2016

**Exhibit Index**

| <b>Exhibit Number</b> | <b>Description</b>  |
|-----------------------|---|
| 4.1                   | Indenture (incorporated by reference to Exhibit 4.1 to the Registration Statement on Form S-3 (Reg. No. 333-194330) filed with the SEC on March 5, 2014).   |
| 4.2                   | Officers Certificate of the Registrant under Section 301 of the Indenture (incorporated by reference to Exhibit 4.2 to the Registrant's Form 8-K filed with the SEC on January 21, 2016).   |
| 4.3                   | Specimen of Notes (incorporated by reference to Exhibit 4.3 to the Registrant's Form 8-K filed with the SEC on January 21, 2016).   |
| 99.1                  | Prospectus dated March 5, 2014, and Prospectus Supplement, dated January 13, 2016, relating to the Notes (incorporated by reference to the prospectus and prospectus supplement filed by the Registrant on January 15, 2016 (Registration No. 333-194330)). |