

Mondelez International, Inc.
Form 8-A12B
March 11, 2015

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)

| Title of each class | Name of each exchange on which |
|------------------------------|---------------------------------------|
| to be so registered | each class is to be registered |
| 1.000% Notes due 2022 | New York Stock Exchange |
| 1.625% Notes due 2027 | New York Stock Exchange |
| 2.375% Notes due 2035 | New York Stock Exchange |
| 3.875% Notes due 2045 | New York Stock Exchange |

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) two prospectus supplements, each dated February 25, 2015 (the Prospectus Supplements) 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 500,000,000 principal amount of 1.000% Notes due 2022 (the 2022 Notes), 750,000,000 principal amount of 1.625% Notes due 2027 (the 2027 Notes), 750,000,000 principal amount of 2.375% Notes due 2035 (the 2035 Notes) and £450,000,000 of 3.875% Notes due 2045 (the 2045 Notes and, together with the 2022 Notes, the 2027 Notes and the 2035 Notes, 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 dated March 5, 2014 (Registration No. 333-194330), as supplemented by the information under the heading Description of Notes in the Registrant s related Prospectus Supplements, each dated February 25, 2015, filed by the Registrant with the SEC on February 27, 2015 (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.

| Exhibit Number | Description |
|----------------|---|
| 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 March 6, 2015). |
| 4.3 | Specimen of 2022 Notes (incorporated by reference to Exhibit 4.3 to the Registrant s Form 8-K filed with the SEC on March 6, 2015). |
| 4.4 | Specimen of 2027 Notes (incorporated by reference to Exhibit 4.4 to the Registrant s Form 8-K filed with the SEC on March 6, 2015). |
| 4.5 | Specimen of 2035 Notes (incorporated by reference to Exhibit 4.5 to the Registrant s Form 8-K filed with the SEC on March 6, 2015). |
| 4.6 | Specimen of 2045 Notes (incorporated by reference to Exhibit 4.6 to the Registrant s Form 8-K filed with the SEC on March 6, 2015). |
| 99.1 | Prospectus dated March 5, 2014, and Prospectus Supplements, each dated February 25, 2015, relating to the Notes (incorporated by reference to the prospectus and prospectus supplement filed by the Registrant on February 27, 2015 (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: March 11, 2015

Exhibit Index

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