

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): June 15, 2026

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 Number)

905 West Fulton Market, Suite 200, Chicago, IL 60607
(Address of principal executive offices, including zip code)

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

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:

- 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))

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

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Class A Common Stock, no par value	MDLZ	The Nasdaq Global Select Market
1.625% Notes due 2027	MDLZ27	The Nasdaq Stock Market LLC
0.250% Notes due 2028	MDLZ28	The Nasdaq Stock Market LLC
0.750% Notes due 2033	MDLZ33	The Nasdaq Stock Market LLC
2.375% Notes due 2035	MDLZ35	The Nasdaq Stock Market LLC
4.500% Notes due 2035	MDLZ35A	The Nasdaq Stock Market LLC
1.375% Notes due 2041	MDLZ41	The Nasdaq Stock Market LLC
3.875% Notes due 2045	MDLZ45	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 12b-2 of the Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On June 15, 2026, Mondelēz International, Inc. (the “Company”) announced the appointment of Amit Banati as Executive Vice President and Chief Financial Officer, effective July 1, 2026 (the “Start Date”). Mr. Banati will report directly to Dirk Van de Put, Chair and Chief Executive Officer, and will be a member of the Mondelēz International Leadership Team. Following Mr. Banati’s appointment, Luca Zaramella will continue as the Company’s Executive Vice President and Chief Operating Officer.

Biography of Mr. Banati. Amit Banati, age 57, most recently served as Chief Financial Officer of Kenvue, Inc, an international consumer health company, from May 2025 to May 2026. Prior to Kenvue, he served as Vice Chair and Chief Financial Officer of Kellanova, formerly Kellogg Company from October 2023 to May 2025 and as Chief Financial Officer of Kellogg from July 2019 to October 2023. He began his career at Kellogg, a multinational food manufacturing company, as President for the Asia Pacific, Middle East and Africa region, where he drove regional growth and transformation before being promoted to Senior Vice President and Chief Financial Officer. Prior to Kellogg, he held progressively responsible management, financial and strategic leadership roles at Kraft Foods, Cadbury Schweppes, and Procter & Gamble.

Compensation of Mr. Banati. In connection with Mr. Banati’s appointment as CFO, our People and Compensation Committee approved Mr. Banati’s compensation, effective on the Start Date and set forth in his offer of employment letter (the “Offer Letter”) and described below. The below description is qualified in its entirety by reference to the complete terms and conditions of the Offer Letter, a copy of which will be filed with the Company’s Quarterly Report on Form 10-Q for the quarterly period ending June 30, 2026.

Annual Compensation Opportunity. Mr. Banati’s annual compensation includes an annual base salary of \$1,050,000, a target annual incentive under the Mondelēz International Management Incentive Plan of 125% of annual base salary, and a target annual long-term equity grant of \$5,000,000, provided that for 2026, Mr. Banati will receive an annual equity grant with a target value of \$5,000,000, in the form of 50% performance share units, 25% deferred stock units, and 25% stock options.

Make Whole Award. On or as soon as reasonably practicable following the Start Date, Mr. Banati will also receive an award to make him whole for any compensation from his former employer that he is required to forfeit. The make whole award, which shall not exceed \$7,000,000, will be in the form of a cash payment payable as soon as practicable after the Start Date. The cash award is payable in a lump-sum subject to repayment in whole or in part upon specified termination events that occur prior to the second anniversary of the Start Date.

Additionally, Mr. Banati will be eligible for benefits and perquisites similar to those provided to other senior executives, including the Executive Deferred Compensation Plan and the Mondelēz International, Inc. Change in Control Plan for Key Executives. Mr. Banati has agreed to certain restrictive covenants, including that he will not compete with us or solicit our customers or employees during active employment and for twelve months following the termination of his employment for any reason, and will enter into the Company’s standard form of indemnification agreement with the Company.

Mr. Banati was not selected pursuant to any arrangement or understanding between him and any other person. Mr. Banati has no family relationships with any of our directors or executive officers. There have been no related party transactions between the Company and Mr. Banati reportable under Item 404(a) of Regulation S-K.

Item 7.01. Regulation FD Disclosure.

A copy of the Company’s press release, dated June 15, 2026, announcing the transition is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number

99.1	Mondelēz International, Inc. Press Release, dated June 15, 2026.
104	The cover page from Mondelēz International, Inc.’s Current Report on Form 8-K, formatted in Inline XBRL (included as Exhibit 101).



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Mondelēz International Names Amit Banati Executive Vice President and Chief Financial Officer

CHICAGO, June 15, 2026 – Mondelēz International (Nasdaq: MDLZ) today announced the appointment of Amit Banati as Executive Vice President and Chief Financial Officer, effective July 1, 2026. He will report directly to Dirk Van de Put, Chair and Chief Executive Officer, and will be a member of the Mondelēz International Leadership Team. Following Banati's appointment, Luca Zaramella will continue as Executive Vice President and Chief Operating Officer, focusing his leadership on the Company's commercial operations, including its four geographical regions, corporate sales, marketing and supply chain functions.

Banati most recently served as Chief Financial Officer of Kenvue, Inc. Prior to Kenvue, he served as Vice Chair and Chief Financial Officer of Kellanova, formerly Kellogg Company. He began his career at Kellogg as President for the Asia Pacific, Middle East and Africa region, where he drove regional growth and transformation before being promoted to Senior Vice President and Chief Financial Officer. Prior to Kellogg, he held progressively responsible management, financial and strategic leadership roles at Proctor & Gamble, Cadbury Schweppes and Mondelēz predecessor company Kraft Foods following the Cadbury acquisition.

"Amit is a highly experienced CFO who brings a strong blend of financial leadership and commercial acumen spanning multiple consumer businesses," Van de Put said. "His track record of delivering results and building talent across large, global businesses as a CFO, alongside his breadth of general management and emerging market experience, will provide important perspective to our leadership team. I look forward to working with him to deliver against our strategic growth agenda."

"I want to thank Luca for his outstanding contributions over eight years as CFO, during which he played a pivotal role in shaping our financial strategy and strengthening our company," Van de Put

added. “We will continue to benefit from his strong leadership as Chief Operating Officer, focusing on driving durable, profitable growth and value creation.”

“I am delighted to rejoin Mondelēz International,” said Banati. “I am excited to return to a company and set of brands that I know well. The company has an iconic portfolio, an advantaged global footprint and a talented team. I look forward to working closely with Dirk and the entire team to advance the company’s strategy, achieve its significant growth potential and continue its strong track record of profitable growth.”

About Mondelēz International

Mondelēz International, Inc. (Nasdaq: MDLZ) empowers people to snack right in over 150 countries around the world. With 2025 net revenues of approximately \$38.5 billion, MDLZ is leading the future of snacking with iconic global and local brands such as *Oreo*, *Ritz*, *LU*, *Clif Bar* and *Tate's Bake Shop* biscuits and baked snacks, as well as *Cadbury Dairy Milk*, *Milka* and *Toblerone* chocolate. Mondelēz International is a proud member of the Dow Jones Best-in-Class North America and World Indices, formerly Dow Jones Sustainability Indices. Visit www.mondelezinternational.com or follow the company on X at x.com/MDLZ.

Forward-Looking Statements

This press release contains forward-looking statements. Words, and variations of words, such as “will,” “may,” “expect,” “plan,” “continue” and similar expressions are intended to identify these forward-looking statements, including, but not limited to, statements of belief or expectation and statements about Mondelēz International’s leadership position in snacking. These forward-looking statements are subject to change and to inherent risks and uncertainties, many of which are beyond Mondelēz International’s control, which could cause Mondelēz International’s actual results or outcomes to differ materially from those projected or assumed in these forward-looking statements. Please also see Mondelēz International’s risk factors, as they may be amended from time to time, set forth in its filings with the U.S. Securities and Exchange Commission, including its most recently filed Annual Report on Form 10-K and subsequent Quarterly Reports on Form 10-Q. There may be other factors not presently known to Mondelēz International or which it currently considers to be immaterial that could cause Mondelēz International’s actual results to differ materially from those projected in any forward-looking statements it makes. Mondelēz International disclaims and does not undertake any obligation to update or revise any forward-looking statement in this press release, except as required by applicable law or regulation.