#### MCDONALDS CORP

Form 4

September 18, 2007

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* SANTONA GLORIA

(First)

2. Issuer Name and Ticker or Trading

Symbol

MCDONALDS CORP [MCD]

(Month/Day/Year)

(Middle)

3. Date of Earliest Transaction

09/17/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director \_X\_\_ Officer (give title

below)

10% Owner \_ Other (specify

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Corp Exec VP, Gen Coun, Secy

MCDONALD'S CORPORATION, 2915 JORIE **BOULEVARD** 

(Street)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

OAK BROOK, IL 60523

(City)	(State)	(Zip) Table I - Non-Derivative Securities Ac			cquired, 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	09/17/2007		M	34,200	A	\$ 26.25	88,895	D	
Common Stock	09/17/2007		M	40,000	A	\$ 14.31	128,895	D	
Common Stock	09/17/2007		S	1,900	D	\$ 54.76	126,995	D	
Common Stock	09/17/2007		S	7,900	D	\$ 54.77	119,095	D	
Common Stock	09/17/2007		S	5,500	D	\$ 54.78	113,595	D	

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Common Stock	09/17/2007	S	4,600	D	\$ 54.79	108,995	D	
Common Stock	09/17/2007	S	3,800	D	\$ 54.8	105,195	D	
Common Stock	09/17/2007	S	3,410	D	\$ 54.81	101,785	D	
Common Stock	09/17/2007	S	17,927	D	\$ 54.82	83,858	D	
Common Stock	09/17/2007	S	5,247	D	\$ 54.83	78,611	D	
Common Stock	09/17/2007	S	6,316	D	\$ 54.84	72,295	D	
Common Stock	09/17/2007	S	4,046	D	\$ 54.85	68,249	D	
Common Stock	09/17/2007	S	7,500	D	\$ 54.86	60,749	D	
Common Stock	09/17/2007	S	2,000	D	\$ 54.87	58,749	D	
Common Stock	09/17/2007	S	500	D	\$ 54.88	58,249	D	
Common Stock	09/17/2007	S	3,554	D	\$ 54.89	54,695	D	
Common Stock						14,263	I	Profit Sharing Plan
Common Stock						3,831	I	Non-Qualified Benefit Plan

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

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SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		
					(Instr. 3, 4,		
					and 5)		
				C-1- V	(A) (D)		T:41-
				Code V	(A) (D)		Title

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					Date Exercisable	Expiration Date		Amount or Number of Shares
Options (Right to Buy)	\$ 26.25	09/17/2007	M	34,200	<u>(1)</u>	03/24/2008	Common Stock	34,200
Options (Right to Buy)	\$ 14.31	09/17/2007	M	40,000	(2)	03/18/2013	Common Stock	40,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
SANTONA GLORIA			Com Evas					
MCDONALD'S CORPORATION			Corp Exec					
2915 JORIE BOULEVARD			VP, Gen					
OAK BROOK, IL 60523			Coun, Secy					

## **Signatures**

/s/ Christopher Weber,
Attorney-in-fact
09/18/2007

\*\*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) Options become exercisable in 25% increments on the first, third, fifth and seventh anniversary dates of the grant.
- (2) Options become exercisable in 25% increments on the first, second, third, and fourth anniversary dates of the grant.

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.

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