

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
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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
SANTONA GLORIA

(Last) (First) (Middle)

MCDONALD'S
CORPORATION, 2915 JORIE
BOULEVARD

(Street)

OAK BROOK, IL 60523

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MCDONALDS CORP [MCD]

3. Date of Earliest Transaction
(Month/Day/Year)
09/17/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)
Corp Exec VP, Gen Coun, Secy

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

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)
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

Edgar Filing: MCDONALDS CORP - Form 4

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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)	8. D S (I)
				Code	V (A) (D)		Title	

Edgar Filing: MCDONALDS CORP - Form 4

						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	<u>(2)</u>	03/18/2013	Common Stock	40,000	

Reporting Owners

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