#### MCDONALDS CORP

Form 4

October 26, 2007

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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**OMB APPROVAL** 

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

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

See Instruction 1(b).

(Print or Type Responses)

may continue.

1. Name and Address of Reporting Person \* Stratton Jeffrey P

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First)

MCDONALD'S

(Middle)

MCDONALDS CORP [MCD]

3. Date of Earliest Transaction

(Month/Day/Year) 10/24/2007

Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify

below) Corp Executive Vice President

CORPORATION, 2915 JORIE **BOULEVARD** 

> (Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

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

OAK BROOK, IL 60174

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	10/24/2007		M	15,000	A	\$ 25.31	15,217	D		
Common Stock	10/24/2007		M	7,250	A	\$ 29.43	22,467	D		
Common Stock	10/24/2007		S	15,000	D	\$ 57	7,467	D		
Common Stock	10/24/2007		S	7,250	D	\$ 57.05	217	D		
Common Stock	10/25/2007		M	7,500	A	\$ 32.6	7,717	D		

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Common Stock	10/25/2007	S	100	D	\$ 57.92	7,617	D	
Common Stock	10/25/2007	S	1,100	D	\$ 57.91	6,517	D	
Common Stock	10/25/2007	S	2,800	D	\$ 57.9	3,717	D	
Common Stock	10/25/2007	S	3,500	D	\$ 57.89	217	D	
Common Stock						9,358	I	Profit Sharing Plan
Common Stock						6	I	By Children
Common Stock						9	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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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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exer Expiration D (Month/Day,	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (Right to Buy)	\$ 25.31	10/24/2007		M		15,000	<u>(1)</u>	05/20/2014	Common Stock	15,000
Options (Right to Buy)	\$ 29.43	10/24/2007		M		7,250	<u>(1)</u>	02/02/2011	Common Stock	7,250
Options (Right to Buy)	\$ 32.6	10/25/2007		M		7,500	<u>(1)</u>	02/16/2015	Common Stock	7,500

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## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stratton Jeffrey P MCDONALD'S CORPORATION 2915 JORIE BOULEVARD OAK BROOK, IL 60174

Corp Executive Vice President

# **Signatures**

/s/ Christopher Weber, Attorney-in-fact

10/26/2007

\*\*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, 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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