

PAULL MATTHEW H  
Form 4  
December 13, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PAULL MATTHEW H

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Corp Sr Exec VP and CFO

(Last) (First) (Middle)  
MCDONALD'S  
CORPORATION, 2915 JORIE  
BOULEVARD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/11/2007

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

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

OAK BROOK, IL 60523

(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. 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)
			Code	V Amount (D) Price			
Common Stock	12/11/2007 <sup>(1)</sup>		I	13,168 D \$ 63.13	0	I	Non-Qualified Benefit Plan
Common Stock	12/11/2007		M	10,000 A \$ 14.31	25,137	D	
Common Stock	12/11/2007		M	41,800 A \$ 29.43	66,937	D	
Common Stock	12/11/2007		M	44,000 A \$ 28.75	110,937	D	
Common Stock	12/11/2007		S	100 D \$ 62.19	110,837	D	

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Common Stock	12/11/2007	S	500	D	\$ 62.17	110,337	D
Common Stock	12/11/2007	S	41,900	D	\$ 62.15	68,437	D
Common Stock	12/11/2007	S	100	D	\$ 62.14	68,337	D
Common Stock	12/11/2007	S	600	D	\$ 62.12	67,737	D
Common Stock	12/11/2007	S	400	D	\$ 62.11	67,337	D
Common Stock	12/11/2007	S	1,600	D	\$ 62.1	65,737	D
Common Stock	12/11/2007	S	1,200	D	\$ 62.09	64,537	D
Common Stock	12/11/2007	S	500	D	\$ 62.08	64,037	D
Common Stock	12/11/2007	S	200	D	\$ 62.07	63,837	D
Common Stock	12/11/2007	S	2,200	D	\$ 62.05	61,637	D
Common Stock	12/11/2007	S	100	D	\$ 62.03	61,537	D
Common Stock	12/11/2007	S	2,400	D	\$ 62.02	59,137	D
Common Stock	12/11/2007	S	200	D	\$ 62.01	58,937	D
Common Stock	12/11/2007	S	15,137	D	\$ 62	43,800	D
Common Stock	12/11/2007	S	1,000	D	\$ 61.97	42,800	D
Common Stock	12/11/2007	S	12,300	D	\$ 61.96	30,500	D
Common Stock	12/11/2007	S	1,500	D	\$ 61.92	29,000	D
Common Stock	12/11/2007	S	12,100	D	\$ 61.9	16,900	D

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

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SEC 1474  
(9-02)

