

Ozan Kevin
 Form 3
 February 06, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
 Ozan Kevin
 (Last) (First) (Middle)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 02/01/2008

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

4. Relationship of Reporting Person(s) to Issuer

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

MCDONALD'S CORPORATION, 2915 JORIE BOULEVARD

(Street)

OAK BROOK, IL 60523

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Sr Vice President, Controller

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,663	I	Profit Sharing Plan
Common Stock	55	I	Non-Qualified Benefit Plan

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Options (Right to Buy)	Â <u>(1)</u>	05/19/2012	Common Stock	5,676	\$ 40.4375	D	Â
Options (Right to Buy)	Â <u>(1)</u>	03/21/2013	Common Stock	5,557	\$ 35.25	D	Â
Options (Right to Buy)	Â <u>(1)</u>	02/02/2011	Common Stock	12,800	\$ 29.43	D	Â
Options (Right to Buy)	Â <u>(1)</u>	03/20/2012	Common Stock	7,200	\$ 28.75	D	Â
Options (Right to Buy)	Â <u>(1)</u>	03/18/2013	Common Stock	7,500	\$ 14.31	D	Â
Options (Right to Buy)	Â <u>(1)</u>	02/16/2014	Common Stock	5,300	\$ 26.63	D	Â
Options (Right to Buy)	Â <u>(1)</u>	05/20/2014	Common Stock	5,300	\$ 25.31	D	Â
Options (Right to Buy)	Â <u>(1)</u>	02/16/2015	Common Stock	4,380	\$ 32.6	D	Â
Options (Right to Buy)	Â <u>(1)</u>	02/14/2016	Common Stock	3,463	\$ 36.37	D	Â
Options (Right to Buy)	Â <u>(1)</u>	02/14/2017	Common Stock	4,664	\$ 45.02	D	Â
Restricted Stock Units	02/16/2008 ⁽²⁾	02/16/2008 ⁽²⁾	Common Stock	626	\$ ⁽²⁾	D	Â
Restricted Stock Units	02/14/2009 ⁽²⁾	02/14/2009 ⁽²⁾	Common Stock	495	\$ ⁽²⁾	D	Â
Restricted Stock Units	02/14/2010 ⁽²⁾	02/14/2010 ⁽²⁾	Common Stock	667	\$ ⁽²⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ozan Kevin MCDONALD'S CORPORATION 2915 JORIE BOULEVARD OAK BROOK, IL 60523	Â	Â	Â Sr Vice President, Controller	Â

Signatures

/s/ Kevin Ozan

02/01/2008

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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.

Each restricted stock unit (RSU) represents a right to acquire one share of McDonald's Corporation common stock. Upon vesting, the RSUs will be settled in the form of shares, or, at the discretion of the Compensation Committee of the Board of Directors, the cash value thereof. No dividend, voting or other shareholder rights attach to the RSUs until they vest and only if the payout upon vesting is in shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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