

Thompson Donald  
Form 3  
August 30, 2006

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

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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)

|                                                                                                                                                                                                                                   |                                                                                       |                                                                                |                                                                                                                                                                                                                                                                                                                       |                                                             |                                                                                                                                                                                                                           |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Name and Address of Reporting Person *</p> <p>Thompson Donald</p> <p>(Last) (First) (Middle)</p> <p>MCDONALD'S CORPORATION, 2915 JORIE BOULEVARD</p> <p>(Street)</p> <p>OAK BROOK, IL 60523</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/23/2006</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MCDONALDS CORP [MCD]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>President, McDonald's USA</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

**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                    | 293                                                   | D                                                        |                                                       |
| Common Stock                    | 18,778                                                | I                                                        | Profit Sharing Plan                                   |
| Common Stock                    | 14,880                                                | 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)

**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.**

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

Edgar Filing: Thompson Donald - Form 3

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|----------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|
|                                               | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                                                | Amount or<br>Number of<br>Shares |                                                                    |                                                                                                      |                                                                |
| Options (Right to Buy)                        | Â <u>(1)</u>                                                   | 03/18/2007         | Common<br>Stock                                                                      | 6,750                            | \$ 23.5                                                            | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(1)</u>                                                   | 03/23/2008         | Common<br>Stock                                                                      | 34,000                           | \$ 26.25                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 05/19/2012         | Common<br>Stock                                                                      | 30,000                           | \$ 40.4375                                                         | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 01/24/2013         | Common<br>Stock                                                                      | 500                              | \$ 39.5                                                            | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 03/21/2013         | Common<br>Stock                                                                      | 41,800                           | \$ 35.25                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 02/02/2011         | Common<br>Stock                                                                      | 110,000                          | \$ 29.43                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 03/20/2012         | Common<br>Stock                                                                      | 90,000                           | \$ 28.75                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 03/18/2013         | Common<br>Stock                                                                      | 64,000                           | \$ 14.31                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 02/16/2014         | Common<br>Stock                                                                      | 30,000                           | \$ 26.63                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 05/20/2014         | Common<br>Stock                                                                      | 30,000                           | \$ 25.31                                                           | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 02/16/2015         | Common<br>Stock                                                                      | 25,299                           | \$ 32.6                                                            | D                                                                                                    | Â                                                              |
| Options (Right to Buy)                        | Â <u>(2)</u>                                                   | 02/14/2016         | Common<br>Stock                                                                      | 20,611                           | \$ 36.37                                                           | D                                                                                                    | Â                                                              |
| Restricted Stock Units <u>(3)</u>             | 02/16/2008                                                     | 02/16/2008         | Common<br>Stock                                                                      | 8,436                            | \$ <u>(3)</u>                                                      | D                                                                                                    | Â                                                              |
| Restricted Stock Units <u>(3)</u>             | 02/14/2009                                                     | 02/14/2009         | Common<br>Stock                                                                      | 6,874                            | \$ <u>(3)</u>                                                      | D                                                                                                    | Â                                                              |

## Reporting Owners

| Reporting Owner Name / Address            | Relationships |           |                             |       |
|-------------------------------------------|---------------|-----------|-----------------------------|-------|
|                                           | Director      | 10% Owner | Officer                     | Other |
| Thompson Donald<br>MCDONALD'S CORPORATION | Â             | Â         | Â President, McDonald's USA | Â     |

2915 JORIE BOULEVARD  
OAK BROOK, IL 60523

## Signatures

/s/ Donald  
Thompson

08/29/2006

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, 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.

- Restricted Stock Units (RSUs) are granted under the Company's Amended and Restated 2001 Omnibus Stock Ownership Plan and are subject to the terms of such Plan. Upon vesting, payout under the RSUs will be in the form of an equal number of shares of McDonald's Corporation common stock, or, at the discretion of the Board's Compensation Committee, 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.
- (3)

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.