

MCDONALDS CORP

Form 3/A

December 20, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated 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)

1. Name and Address of Reporting
Person *

Â Alvarez Ralph

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/22/2004

3. Issuer Name **and** Ticker or Trading Symbol
MCDONALDS CORP [MCD]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

President - McDonald's USA

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

12/01/2004

MCDONALD'S
CORPORATION,Â 2915 JORIE
BOULEVARD

(Street)

OAK BROOK,Â ILÂ 60523

(City)

(State)

(Zip)

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

16,099

I

Non-Qualified Benefit Plan

Common Stock

8

D

Â

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

SEC 1473 (7-02)

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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)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security4. Conversion
or Exercise5. Ownership
Form of6. 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>	04/01/2006	Common Stock	24,000	\$ 24.625	D	Â
Options (Right to Buy)	Â <u>(1)</u>	03/18/2007	Common Stock	24,222	\$ 23.5	D	Â
Options (Right to Buy)	Â <u>(1)</u>	03/23/2008	Common Stock	31,500	\$ 26.25	D	Â
Options (Right to Buy)	Â <u>(2)</u>	05/19/2012	Common Stock	24,000	\$ 40.4375	D	Â
Options (Right to Buy)	Â <u>(2)</u>	03/21/2013	Common Stock	25,300	\$ 35.25	D	Â
Options (Right to Buy)	Â <u>(2)</u>	02/02/2011	Common Stock	21,500	\$ 29.43	D	Â
Options (Right to Buy)	Â <u>(2)</u>	03/20/2012	Common Stock	85,000	\$ 28.75	D	Â
Options (Right to Buy)	Â <u>(2)</u>	03/18/2013	Common Stock	72,000	\$ 14.31	D	Â
Options (Right to Buy)	Â <u>(2)</u>	02/16/2014	Common Stock	36,000	\$ 26.63	D	Â
Options (Right to Buy)	Â <u>(2)</u>	05/20/2014	Common Stock	36,000	\$ 25.31	D	Â
Restricted Stock Units <u>(3)</u>	03/18/2006	03/18/2006	Common Stock	30,769	\$ <u>(3)</u>	D	Â
Restricted Stock Units <u>(3)</u>	07/14/2008	07/14/2008	Common Stock	20,000	\$ <u>(3)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Alvarez Ralph MCDONALD'S CORPORATION 2915 JORIE BOULEVARD OAK BROOK, IL 60523	Â	Â	Â President - McDonald's USA	Â

Signatures

Ralph Alvarez 12/16/2004

**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.

(3) 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 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.

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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