

MCDONALDS CORP  
Form 8-K  
May 27, 2014

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K  
CURRENT REPORT PURSUANT TO  
SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of report (Date of earliest event reported): May 21, 2014

McDONALD'S CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware	1-5231	36-2361282
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

One McDonald's Plaza  
Oak Brook, Illinois  
(Address of Principal Executive Offices)  
60523  
(Zip Code)

(630) 623-3000  
(Registrant's telephone number, including area code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Timothy Fenton will retire from McDonald's Corporation (the "Company") on June 30, 2014. In connection with his retirement, the Compensation Committee of the Board of Directors of the Company agreed to waive certain notice and service requirements pursuant to the terms of his outstanding compensation awards. These waivers will permit Mr. Fenton, upon retirement, to qualify for retirement treatment pursuant and otherwise subject to the terms of his respective awards, and in addition, with respect to his 2014 stock option and RSU awards, he will receive credit for service through March 1, 2015. Mr. Fenton will also receive a lump-sum payment of \$375,000, payable on December 30, 2014.

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Item 7.01. Regulation FD Disclosure.

On May 22, 2014, McDonald's Corporation issued an Investor Release announcing that on May 21, 2014, the Board of Directors declared a quarterly cash dividend. A copy of the Investor Release is attached as Exhibit 99 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99 Investor Release of McDonald's Corporation issued May 22, 2014:  
McDonald's Announces Quarterly Cash Dividend

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

McDONALD'S CORPORATION  
(Registrant)

Date: May 27, 2014

By: /s/ Denise A. Horne  
Denise A. Horne  
Corporate Vice President—Associate General  
Counsel  
and Assistant Secretary

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Exhibit Index

Exhibit No. 99 Investor Release of McDonald's Corporation issued May 22, 2014:  
McDonald's Announces Quarterly Cash Dividend