

**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 25, 2023

McDONALD'S CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-5231
(Commission
File Number)

36-2361282
(IRS Employer
Identification No.)

**110 North Carpenter Street
Chicago, Illinois**
(Address of Principal Executive Offices)

60607
(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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|--------------------------------|--------------------------|--|
| Common Stock, \$0.01 par value | MCD | New York Stock Exchange |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

McDonald's Corporation (the "Company") held its 2023 Annual Shareholders' Meeting (the "Annual Meeting") on May 25, 2023. Set forth below are the final, certified voting results for each proposal presented at the Annual Meeting, as reported by Broadridge Financial Solutions, Inc., the Company's independent inspector of election.

Proposal 1: The election of 13 individuals to the Company's Board of Directors, each to serve until the Company's 2024 Annual Shareholders' Meeting and until his or her successor has been elected and qualified.

| Name | For | Against | Abstain | Broker Non-Votes |
|-------------------------|-------------|----------------|----------------|-------------------------|
| Anthony Capuano | 501,470,575 | 2,873,242 | 1,918,745 | 99,035,889 |
| Kareem Daniel | 500,947,809 | 3,367,780 | 1,946,973 | 99,035,889 |
| Lloyd Dean | 486,914,221 | 17,417,995 | 1,930,346 | 99,035,889 |
| Catherine Engelbert | 497,639,058 | 6,772,591 | 1,850,913 | 99,035,889 |
| Margaret Georgiadis | 500,587,837 | 3,808,585 | 1,866,140 | 99,035,889 |
| Enrique Hernandez, Jr. | 439,659,359 | 64,669,859 | 1,933,344 | 99,035,889 |
| Christopher Kempczinski | 500,768,474 | 3,647,768 | 1,846,320 | 99,035,889 |
| Richard Lenny | 459,186,745 | 45,127,593 | 1,948,224 | 99,035,889 |
| John Mulligan | 499,462,592 | 4,879,818 | 1,920,152 | 99,035,889 |
| Jennifer Taubert | 501,406,639 | 3,019,077 | 1,836,846 | 99,035,889 |
| Paul Walsh | 498,214,007 | 6,119,226 | 1,929,329 | 99,035,889 |
| Amy Weaver | 501,322,206 | 3,083,304 | 1,857,052 | 99,035,889 |
| Miles White | 485,727,571 | 18,571,858 | 1,963,133 | 99,035,889 |

Proposal 2: An advisory proposal to approve executive compensation for 2022.

| For | Against | Abstain | Broker Non-Votes |
|-------------|----------------|----------------|-------------------------|
| 466,380,080 | 37,311,741 | 2,570,741 | 99,035,889 |

Proposal 3: An advisory proposal on the frequency of future advisory votes on executive compensation. Based on these results and the recommendation of the Company's Board of Directors, the Company will hold annual advisory votes on executive compensation.

| 1 Year | 2 Years | 3 Years | Abstain | Broker Non-Votes |
|---------------|----------------|----------------|----------------|-------------------------|
| 497,105,208 | 1,589,533 | 6,158,202 | 1,409,619 | 99,035,889 |

Proposal 4: An advisory proposal to ratify the appointment of Ernst & Young LLP as independent auditor for 2023.

| For | Against | Abstain | Broker Non-Votes |
|-------------|----------------|----------------|-------------------------|
| 575,767,461 | 28,274,983 | 1,256,007 | 0 |

Proposal 5: An advisory shareholder proposal requesting the adoption of an antibiotics policy (1 of 2).

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 82,630,167 | 415,215,641 | 8,416,754 | 99,035,889 |

Proposal 6: An advisory shareholder proposal requesting the adoption of an antibiotics policy (2 of 2).

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 92,933,247 | 404,922,989 | 8,406,326 | 99,035,889 |

Proposal 7: An advisory shareholder proposal requesting an annual report on “Communist China.”

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 15,015,395 | 481,599,759 | 9,647,408 | 99,035,889 |

Proposal 8: An advisory shareholder proposal requesting a civil rights and returns to merit audit.

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 12,170,232 | 486,963,678 | 7,128,652 | 99,035,889 |

Proposal 9: An advisory shareholder proposal requesting an annual report on lobbying activities.

| For | Against | Abstain | Broker Non-Votes |
|-------------|----------------|----------------|-------------------------|
| 251,855,914 | 248,777,544 | 5,629,104 | 99,035,889 |

Proposal 10: An advisory shareholder proposal requesting an annual report on global political influence.

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 91,690,484 | 407,409,651 | 7,162,427 | 99,035,889 |

Proposal 11: An advisory shareholder proposal requesting poultry welfare disclosure.

| For | Against | Abstain | Broker Non-Votes |
|-------------|----------------|----------------|-------------------------|
| 192,835,432 | 306,717,766 | 6,709,364 | 99,035,889 |

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: June 1, 2023

By: /s/ Jeffrey J. Pochowicz

Jeffrey J. Pochowicz
Corporate Vice President, Associate General Counsel
and Assistant Secretary