



Code of Conduct for the Board of Directors

The Board of Directors (the “Board”) of McDonald’s Corporation (“McDonald’s” or the “Company”) acknowledge and accept the scope and extent of our duties as Directors. We have a responsibility to carry out our oversight responsibility in the interests of all McDonald’s shareholders, within the scope of our authority and consistent with our fiduciary duties and the Company’s governance documents. The Board has adopted the following *Code of Conduct for the Board of Directors* (this “Code”), and our Directors are expected to adhere to the standards of loyalty, good faith and the avoidance of conflicts of interest that follow:

Directors are expected to:

- Act in a manner that they believe in good faith is in the long-term best interests of, and fulfill their fiduciary obligations to, all McDonald’s shareholders;
- Act honestly, fairly, ethically and with integrity in furtherance of the Company’s core values;
- Conduct themselves in a professional, courteous and respectful manner;
- Comply with all applicable laws, rules and regulations, and McDonald’s policies, including, but not limited to, the applicable provisions of the Company’s *Policy Regarding Inside Information and Securities Trading, Corporate Guidelines Regarding Disclosures of Material Information, Related Person Policy, Corporate Governance Principles* and *Director Stock Ownership Guidelines*;
- Act in good faith, responsibly, with due care, competence and diligence, without allowing their independent judgment to be impaired;
- Act in a manner that does not harm the reputation of McDonald’s;
- Avoid situations that may give rise to an actual or potential conflict of interest or the appearance of a conflict of interest, report these situations to the Chairman of the Board in the event they arise;
- Share with fellow Directors information as may be appropriate to facilitate the effectiveness of the Board and its Committees;
- Respect the confidentiality of information relating to the affairs of the Company acquired in the course of their service as Directors, except when authorized or legally required to disclose such information;
- Not use confidential information acquired in the course of their service as Directors, or other Company assets or property, for their personal advantage; and
- Not take for themselves personally opportunities related to the Company’s business or compete with the Company for business opportunities, unless a majority of the disinterested members of the Board first determines that the Company will not pursue the opportunity.

No code or policy can anticipate every situation that may arise. Accordingly, a Director who has a question or concern regarding compliance with this Code should raise the matter with the Chairman of the Board, who will determine, in consultation with the Global Chief Legal Officer and the appropriate Board Committee, what action shall be taken, all in accordance with applicable Company policies. In the extremely unlikely event that a waiver of this Code for a Director would be in the best interests of the Company, it must be approved by a majority of the disinterested members of the Board.

The Governance Committee reviews this Code annually and recommends any updates to the full Board for approval.

Directors will annually sign the certification set forth below indicating that they have read and will comply with this Code.

Revised and Approved by the Board
As of July 25, 2024

CERTIFICATION

I certify that I have read this *Code of Conduct for the Board of Directors* and I agree to comply with the responsibilities, expectations and standards it describes.

(Signature)

(Printed Name)

(Date)