



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

March 9, 2018

Elizabeth A. Ising  
Gibson, Dunn & Crutcher LLP  
shareholderproposals@gibsondunn.com

Re: McDonald's Corporation

Dear Ms. Ising:

This letter is in regard to your correspondence dated March 8, 2018 concerning the shareholder proposal (the "Proposal") submitted to McDonald's Corporation (the "Company") by the Congregation of the Benedictine Sisters of Boerne, Texas et al. (the "Proponents") for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders. Your letter indicates that the Proponents have withdrawn the Proposal and that the Company therefore withdraws its January 22, 2018 request for a no-action letter from the Division. Because the matter is now moot, we will have no further comment.

Copies of all of the correspondence related to this matter will be made available on our website at <http://www.sec.gov/divisions/corpfin/cf-noaction/14a-8.shtml>. For your reference, a brief discussion of the Division's informal procedures regarding shareholder proposals is also available at the same website address.

Sincerely,

M. Hughes Bates  
Special Counsel

cc: Susan Mika  
Benedictine Sisters of Boerne, Texas  
smika2010@gmail.com

March 8, 2018

**VIA E-MAIL**

Office of Chief Counsel  
Division of Corporation Finance  
Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549

Re: *McDonald's Corporation*  
*Shareholder Proposal of the Congregation of the Benedictine Sisters of*  
*Boerne, Texas*  
*Securities Exchange Act of 1934—Rule 14a-8*

Ladies and Gentlemen:

In a letter dated January 22, 2018, we requested that the staff of the Division of Corporation Finance concur that our client, McDonald's Corporation (the "Company"), could exclude from its proxy statement and form of proxy for its 2018 Annual Meeting of Shareholders a shareholder proposal (the "Proposal") and statements in support thereof received from the Congregation of the Benedictine Sisters of Boerne, Texas (the "Benedictine Sisters of Boerne"), ACTIAM N.V., through Pettelaar Effectenbewaarbeprij N.V., the Benedictine Sisters of Baltimore, Religious of the Sacred Heart of Mary, Western-American Province, the Sisters of St. Francis of Philadelphia, the Sisters of Saint Francis, Rochester, Minnesota, the Dominican Sisters of Springfield, Illinois, the Sisters of Providence, Mother Joseph Province, the Sisters of St. Dominic Congregation of the Most Holy Name, the Academy of Our Lady of Lourdes, the Sisters of St. Joseph of Orange, the Benedictine Sisters of Cullman, Alabama and As You Sow, on behalf of The Gun Denhart Living Trust, Kalpana Raina, Arkay Foundation, Lutra Living Trust, PCR Childrens Trust FBO Ellen Remmer, John B. and Linda C. Mason, Paul R. Rudd Revocable Trust, The Shallat Chemel Trust of 1994, Leslie K. Maslow, Jeanne Miller, Dana Kahn, Edwards Mother Earth Foundation, SCP 2008 Trust, and the Julia H. Kandel-Krieger Trust (together, the "Proponents").

Enclosed as Exhibit A is a letter from Sister Susan Mika of the Benedictine Sisters of Boerne, dated March 6, 2018, verifying that the Proponents have withdrawn the Proposal. Each of the Proponents has authorized the Benedictine Sisters of Boerne to act on its behalf with respect to the Proposal. In reliance on this communication, we hereby withdraw the January 22, 2018 no-action request.

Division of Corporation Finance

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Please do not hesitate to call me at (202) 955-8287, or Denise A. Horne, the Company's Corporate Vice President, Associate General Counsel and Assistant Secretary, at (630) 623-3154.

Sincerely,



Elizabeth A. Ising

Enclosures

cc: Denise A. Horne, McDonald's Corporation  
Sr. Susan Mika, Congregation of the Benedictine Sisters of Boerne, Texas  
Kristel Verhoef, ACTIAM N.V.  
Sr. Patricia Kirk, Benedictine Sisters of Baltimore  
Catherine A. Minhoto, Religious of the Sacred Heart of Mary, Western-American Province  
Tom McCaney, Sisters of St. Francis of Philadelphia  
Sr. Betty Kenny, Sisters of Saint Francis, Rochester, Minnesota  
Sr. Marcelline Koch, Dominican Sisters of Springfield, Illinois  
Jennifer Hall, Sisters of Providence, Mother Joseph Province  
Sr. Patricia Boss, Sisters of St. Dominic Congregation of the Most Holy Name  
Sr. Betty Kenny, Academy of Our Lady of Lourdes  
Sr. Mary Bernadette McNulty, Sisters of St. Joseph of Orange  
Sr. Tonette Sperando, Benedictine Sisters of Cullman, Alabama  
Austin Wilson, As You Sow

**EXHIBIT A**



# Benedictine Sisters

285 Oblate Drive  
San Antonio, TX 78216  
210-348-6704 phone  
210-341-4519 fax

March 6, 2018

Jennifer Card  
Senior Counsel  
McDonald's Corp.  
McDonald's Plaza  
Oak Brook, IL.60523-1928

Email: [jennifer.card@us.mcd.com](mailto:jennifer.card@us.mcd.com)

Dear Jennifer Card,

I am writing you on behalf of the Congregation of the Benedictine Sisters of Boerne, Texas and the co-filers of the stockholder resolution titled **Phase Out Routine Use of Antibiotics**.

The Benedictine Sisters of Boerne, Texas and the co-filers of the 2018 shareholder proposal relating to antibiotic use (collectively, "Proponents") greatly appreciate the recent constructive dialogue with McDonald's. Following Benedictine Sisters of Boerne, Texas filing of a shareholder proposal for inclusion in McDonald's 2018 proxy statement and subsequent dialogue, McDonald's and Proponents have agreed to the following.

- 1) McDonald's and Proponents commit to continued dialogue and sharing of information as practicable on antibiotic use in the livestock supply chain, including the development of an antibiotic use policy for pork purchased by McDonald's.
- 2) McDonald's will publicly announce an antibiotic use policy for beef purchased by its U.S. restaurants by the end of 2018.
- 3) McDonald's will share a draft of the beef policy with Sister Susan Mika and Austin Wilson as representatives of the Benedictine Sisters of Boerne, Texas and As You Sow, respectively, and have a conference call with these representatives to answer questions and receive feedback regarding the draft. This commitment is contingent upon a non-disclosure agreement with McDonald's that will remain in effect until the beef policy is published. The nondisclosure agreement will prohibit sharing the draft policy with other third-parties and co-filers.

- 4) McDonald's will permit a representative of the Benedictine Sisters of Boerne, Texas to make a statement at McDonald's 2018 Annual Shareholders' Meeting on antibiotics recognizing and thanking the Company for its leadership. That statement will be vetted by McDonald's in a reasonable period of time before the meeting.
- 5) McDonald's will add a statement to the Company's 2018 proxy statement indicating a successful outcome of an exchange on this issue with shareholders.
- 6) The Benedictine Sisters of Boerne, Texas agree to withdraw its pending shareholder proposal. The proposal will not be included in the 2018 proxy statement. Benedictine Sisters of Boerne, Texas confirms that we are authorized to act on behalf of all co-filers in withdrawal of the proposal.
- 7) McDonald's agrees to withdraw its pending SEC no-action letter.

Sr. Susan Mika

Sister Susan Mika, Benedictine Sisters  
of Boerne, Texas

Date March 6, 2018

Jennifer Card

Jennifer Card, McDonald's

Date 3/6/18

January 22, 2018

**VIA E-MAIL**

Office of Chief Counsel  
Division of Corporation Finance  
Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549

Re: *McDonald's Corporation*  
*Shareholder Proposal of the Congregation of the Benedictine Sisters of Boerne,*  
*Texas*  
*Securities Exchange Act of 1934—Rule 14a-8*

Ladies and Gentlemen:

This letter is to inform you that our client, McDonald's Corporation (the "Company"), intends to omit from its proxy statement and form of proxy for its 2018 Annual Meeting of Shareholders (collectively, the "2018 Proxy Materials") a shareholder proposal (the "Proposal") and statements in support thereof (the "Supporting Statement") submitted by the Congregation of the Benedictine Sisters of Boerne, Texas, ACTIAM N.V., through Pettelaar Effectenbewaarbeprijf N.V., the Benedictine Sisters of Baltimore, Religious of the Sacred Heart of Mary, Western-American Province, the Sisters of St. Francis of Philadelphia, the Sisters of Saint Francis, Rochester, Minnesota, the Dominican Sisters of Springfield, Illinois, the Sisters of Providence, Mother Joseph Province, the Sisters of St. Dominic Congregation of the Most Holy Name, the Academy of Our Lady of Lourdes, the Sisters of St. Joseph of Orange, the Benedictine Sisters of Cullman, Alabama and As You Sow, on behalf of The Gun Denhart Living Trust, Kalpana Raina, Arkay Foundation, Lutra Living Trust, PCR Childrens Trust FBO Ellen Remmer, John B. and Linda C. Mason, Paul R. Rudd Revocable Trust, The Shallat Chemel Trust of 1994, Leslie K. Maslow, Jeanne Miller, Dana Kahn, Edwards Mother Earth Foundation, SCP 2008 Trust, and the Julia H. Kandel-Krieger Trust (together, the "Proponents").

Pursuant to Rule 14a-8(j), we have:

- filed this letter with the Securities and Exchange Commission (the "Commission") no later than eighty (80) calendar days before the Company intends to file its definitive 2018 Proxy Materials with the Commission; and
- concurrently sent copies of this correspondence to the Proponents.

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Rule 14a-8(k) and Staff Legal Bulletin No. 14D (Nov. 7, 2008) (“SLB 14D”) provide that shareholder proponents are required to send companies a copy of any correspondence that the proponents elect to submit to the Commission or the staff of the Division of Corporation Finance (the “Staff”). Accordingly, we are taking this opportunity to inform the Proponents that if they elect to submit additional correspondence to the Commission or the Staff with respect to this Proposal, a copy of that correspondence should be furnished concurrently to the undersigned on behalf of the Company pursuant to Rule 14a-8(k) and SLB 14D.

## THE PROPOSAL

The Proposal states:

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald’s Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

The Supporting Statement discusses the use of medically important antibiotics for livestock and the potential impacts of such use globally and economically “[i]f no action is taken”—including that “antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050.” The Supporting Statement acknowledges that, with respect to this problem, the Company “has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the ‘highest priority critically important antimicrobials’ in its global chicken supply in 2018.” However, the Proposal then shifts to various actions it claims the Company has not taken. The Supporting Statement argues “the Company has taken no substantive action to address” the issue of minimizing the use of medically important antibiotics in livestock. In light of these “growing health concerns, changing consumer preferences, and industry trends,” the Proposal asserts that “shareholders would benefit from more detailed plans by [the Company] to minimize medically important antibiotic use in its beef and pork supply chains.”

A copy of the Proposal, as well as related correspondence with the Proponents, is attached to this letter as Exhibit A.

## BASES FOR EXCLUSION

We hereby respectfully request that the Staff concur in our view that the Proposal may be excluded from the 2018 Proxy Materials pursuant to:

- Rule 14a-8(i)(3) because the Proposal is false and misleading in violation of Rule 14a-9; and

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- Rule 14a-8(i)(3) because the Proposal is impermissibly vague and indefinite so as to be inherently misleading.

## BACKGROUND

The Company is the world's leading global food service retailer with approximately 37,000 locations worldwide in more than 100 countries.<sup>1</sup> As a global enterprise, the Company recognizes the positive influence it can have as a large purchaser of poultry, beef, pork and dairy products,<sup>2</sup> including the importance of addressing and evolving its policies on antibiotic use in food animals. The Company has therefore maintained, since 2003, a policy addressing the use of antibiotics in food animals, which the Company updates from time to time to match the evolving body of knowledge on this issue, and which was last updated in August 2017.

Prior to the August 2017 updates, in March 2015, after “assembl[ing] a team of experts from around the world to study, debate and comment on antimicrobial use in food animals,” the Company developed and released its “Global Vision for Antimicrobial Stewardship in Food Animals” (the “VAS Policy,” and, in this iteration, the “2015 VAS Policy”) to replace the Company’s 2003 global policy on the use of antibiotics in food animals. *See Exhibit B.* The 2015 VAS Policy broadly defined food animals to include beef, pork, poultry, dairy and eggs. It identified four criteria to guide the Company’s work and to operate as goals for its supply chain:

1. Prohibit the use of antimicrobials in food animals that are by [World Health Organization (“WHO”)] definition “critically important” to human medicine, and not presently approved for veterinary use.
2. Classes of antimicrobials that are currently approved as dual use (for use in both human and veterinary medicine) for treatment or prevention of animal disease can only be used in conjunction with a veterinary-developed animal health care program [emphasis omitted].
3. Prohibit the use of any medically important antimicrobials for growth promotion in food animals, as defined by WHO.
4. Utilize animal production practices that reduce, and where possible eliminate, the need for antimicrobial therapies and adopt existing best practices and/or new practices that would result in subsequent reductions of antimicrobial use. Successful strategies will be shared broadly.

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<sup>1</sup> *See Investors, McDonald’s, available at <http://corporate.mcdonalds.com/mcd/investors.html>.*

<sup>2</sup> *See Animal Health and Welfare, McDonald’s, available at <http://corporate.mcdonalds.com/mcd/sustainability/sourcing/animal-health-and-welfare.html>.*

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In addition, the 2015 VAS Policy noted the Company would verify the use of antimicrobials where the Company had supplier relationships and supply chain visibility of the animals/birds (*i.e.*, a dedicated supply), and that “[d]edicated suppliers will maintain records of antimicrobial use and document compliance which will be verified by third party audits.” The Proposal’s Resolved clause specifically references the 2015 VAS Policy and asks for certain changes to be made to the 2015 VAS Policy. However, contrary to the Proposal, the 2015 VAS Policy is not the Company’s current governing policy on antibiotics.

In August 2017, the Company released a new VAS Policy (the “2017 VAS Policy”)<sup>3</sup> that superseded and explicitly “replaces the 2015 VAS [Policy].” The 2017 VAS Policy “serves as a framework for developing future species specific policies.” Food animals were more specifically defined to include beef, chicken, pork, dairy cows and laying hen production. In addition, the criteria guiding the Company’s work and that serve as goals for the Company’s suppliers increased from four to seven:

1. Antibiotics can only be used in conjunction with a veterinary-developed animal health care program.
2. Source raw material (meat) from Food Animals (beef, chicken, pork, dairy cows and laying hens) that are not treated with HPCIA.
3. Antibiotics identified as High Priority Critically Important, Critically Important, Highly Important and Important for human medicine and currently approved for veterinary use, should not be used as first line treatment, and only be used after susceptibility testing of the diseased animals has shown other classes of Antibiotics to be ineffective as determined by the attending veterinarian [emphasis omitted].
4. Source raw material (meat) (beef, chicken, pork, dairy cows and laying hens) from Food Animals that are not treated with Antibiotics used solely for Growth Promotion.
5. *Routine Prevention use of Antibiotics is not permitted* [emphasis added]. For clarity, however, System Suppliers may continue to use Ionophores subject to applicable laws and regulations.<sup>4</sup>

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<sup>3</sup> The 2017 VAS Policy is available on the Company’s website. See McDonald’s Global Vision for Antibiotic Stewardship in Food Animals, McDonald’s, available at <http://corporate.mcdonalds.com/content/dam/AboutMcDonalds/2.0/pdfs/sustainability/McDonalds-Global-Vision-for-Antimicrobial-Stewardship-in-Food.pdf>.

<sup>4</sup> As defined by the 2017 VAS Policy, ionophores are “[a] drug that increases the permeability of cell membranes to a specific ion, and in some countries may be classified as an ‘antibiotic’, but has not been linked to the development of resistance to bacteria that cause disease in humans, and is not used in human medicine.”

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6. Utilize animal production practices that reduce, and where possible eliminate, the need for Antibiotic therapies in Food Animals and adopt existing best practices and/or new practices that would result in subsequent reductions of Antibiotic use.
7. Benchmarking and measurement of Antibiotic usage is required to track performance. Successful strategies resulting in antibiotic use reductions will be shared broadly within the McDonald's System.

In doing so, the Company laid out a clearer, stronger stance on the use of antibiotics, stating that the “[r]outine [p]revention use of [a]ntibiotics is not permitted” and that “[a]ntibiotics can only be used in conjunction with a veterinary-developed animal health care program.” The Company further added that it would “[s]ource raw material . . . from [f]ood [a]nimals that are not treated with [a]ntibiotics used solely for [g]rowth [p]romotion.”

The Company also committed, for the first time, to a purchasing preference for suppliers that demonstrated compliance: the Company “has a preference for raw materials . . . supplied through progressive farming practices including the [r]esponsible [u]se of [a]ntibiotics. As one of the world's largest food companies, [the Company] will seize the opportunity to use its scale for good, to influence industry change on the issue of [r]esponsible [u]se of [a]ntibiotics.”

The 2017 VAS Policy is available on the Company's website. The 2017 VAS Policy is a vision that became effective immediately, and its guiding criteria serve as current goals without reference to timelines. The 2015 VAS Policy is no longer in effect.

## ANALYSIS

### **I. The Proposal May Be Excluded Under Rule 14a-8(i)(3) Because It Is Materially False And Misleading In Violation Of Rule 14a-9**

Rule 14a-8(i)(3) provides that a company may exclude from its proxy materials a shareholder proposal if the proposal or supporting statement is “contrary to any of the Commission's proxy rules, including [Rule] 14a-9, which prohibits materially false or misleading statements in proxy soliciting materials.” Specifically, Rule 14a-9 provides that no solicitation shall be made by means of any proxy statement “containing any statement which, at the time and in light of the circumstances under which it is made, is false or misleading with respect to any material fact, or which omits to state any material fact necessary in order to make the statements therein not false or misleading.” In Staff Legal Bulletin No. 14B (Sept. 15, 2004) (“SLB 14B”), the Staff stated that exclusion under Rule 14a-8(i)(3) may be appropriate where “the company demonstrates objectively that a factual statement is materially false or misleading.”

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The Staff consistently has allowed the exclusion under Rule 14a-8(i)(3) of shareholder proposals that contain statements that are materially false or misleading. For example, in *Ferro Corp.* (avail. Mar. 17, 2015), the proposal requested that the company reincorporate in Delaware and contained several misstatements of Ohio law that improperly suggested shareholders would have increased rights under Delaware law. The company argued that “[t]hese false and misleading statements spoke to the [p]roposal’s fundamental premise” and were “material to shareholders in deciding how to vote on the [p]roposal’s merits.” The Staff concurred in the proposal’s exclusion. Likewise, in *General Electric Co.* (avail. Jan. 6, 2009), the proposal requested that the company adopt a policy under which any director who received more than 25% in “withheld” votes would not be permitted to serve on any key board committee for two years. The Staff concurred that the proposal was false and misleading because the action requested in the proposal was based on the underlying assertion that the company had plurality voting and allowed shareowners to “withhold” votes when in fact the company had implemented majority voting in the election of directors and therefore did not provide a means for shareowners to “withhold” votes in the typical elections. *See also Microsoft Corp.* (avail. Oct. 7, 2016) (concurring in the exclusion of a proposal requesting that the “board shall not take any action whose primary purpose is to prevent the effectiveness of shareholder vote without a compelling justification for such action” because neither the company nor its shareholders could determine which situations the proposal applied to or what types of conduct it was intended to address); *Johnson & Johnson* (avail. Jan. 31, 2007) (concurring in the exclusion of a proposal to provide shareholders a “vote on an advisory management resolution . . . to approve the Compensation Committee [R]eport” because the proposal would create the false implication that shareholders would receive a vote on executive compensation); *State Street Corp.* (avail. Mar. 1, 2005) (concurring in the exclusion of a proposal requesting shareholder action pursuant to a section of state law that had been recodified and was thus no longer applicable); *Duke Energy Corp.* (avail. Feb. 8, 2002) (permitting exclusion under Rule 14a-8(i)(3) of a proposal that urged the company’s board to “adopt a policy to transition to a nominating committee composed entirely of independent directors as openings occur” because the company had no nominating committee); *Wal-Mart Stores, Inc.* (avail. April 2, 2001) (concurring in the exclusion of a proposal to remove “genetically engineered crops, organisms or products” because the text of the proposal misleadingly implied that it related only to the sale of food products); *McDonald’s Corp.* (avail. Mar. 13, 2001) (granting no-action relief because the proposal to adopt “SA 8000 Social Accountability Standards” did not accurately describe the standards); *General Magic, Inc.* (avail. May 1, 2000) (concurring in the exclusion of a proposal requesting that the company make “no more false statements” to its shareholders because the proposal created the false impression that the company tolerated dishonest behavior by its employees when in fact the company had corporate policies to the contrary). “[W]hen a proposal and supporting statement will require detailed and extensive editing in order to bring them into compliance with the proxy rules, [the Staff] may find it appropriate for companies to exclude the entire proposal, supporting statement, or both, as materially false or misleading.” Staff Legal Bulletin No. 14 (July 13, 2001) (“SLB 14”).

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Like the proposals in *Ferro Corp.*, *General Electric*, and the other precedents cited above, the Proposal's request for an update to the 2015 VAS Policy—which serves as the fundamental premise for the Proposal—is false and misleading because it refers to a policy that is no longer in effect and no longer made available by the Company. The 2017 VAS Policy explicitly replaced the 2015 VAS Policy in August 2017 and has been the governing policy for the Company for more than five months. By directing shareholders' attention to the outdated 2015 VAS Policy and failing to refer to or acknowledge the in-force 2017 VAS Policy, the Proposal misleads shareholders as to the current state of the Company's policy on antibiotic stewardship. In addition, by requesting an *update* to the outdated 2015 VAS Policy to address setting global sourcing targets for pork and beef, the Proposal further misleads shareholders by implying that supporting the Proposal will result in a change to the Company's policies when in fact, no such change is possible.

Acknowledging only the 2015 VAS Policy in the Proposal's Resolved clause further misleads shareholders by falsely implying the Company has made no progress with regard to the "use of medically-important antibiotics for disease prevention" since 2015. This misimpression is compounded by the Supporting Statement, which:

- states the Company has taken "no substantive action" on these issues since a similar proposal was voted on at the Company's Annual Shareholders' Meeting in May 2017; and
- implies significant and severe global and economic consequences "[i]f no action is taken" to address antibiotic use in livestock, citing the potential premature death of millions of people and as much as \$100 trillion in economic damage by 2050.

In addition, the failure to reference the 2017 VAS Policy renders the request in the Summary at the end of the Proposal materially false and misleading. The 2017 VAS Policy reflects significant, material changes from the 2015 VAS Policy that already address the Proposal's request for "more detailed plans" by the Company "to minimize medically important antibiotic use in its beef and pork supply chains." Specifically, the 2017 VAS Policy:

- Articulates a clearer, stronger stance on the use of antibiotics—including in beef and pork—by expanding from four to seven guiding criteria that now state, in part, that:
  - "Routine [p]revention use of [a]ntibiotics is not permitted" (contrary to the Proposal's Resolved clause, which requests an update to the 2015 VAS Policy to restrict antibiotic use "for disease prevention purposes");
  - "Antibiotics can only be used in conjunction with a veterinary-developed animal health care program";

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- The Company will “[s]ource raw material (meat) . . . from [f]ood [a]nimals that are not treated with [a]ntibiotics used solely for [g]rowth [p]romotion.”
- More specifically identifies the food animals to which it applies by replacing the broad categories in the 2015 VAS Policy (“beef, pork, poultry, dairy and eggs”) with all of the protein product species that the Company’s restaurants would use (“beef, chicken, pork, dairy cows and laying hen production”).
- Expresses for the first time the Company’s commitment to a purchasing preference “for raw materials [including beef and pork] supplied through progressive farming practices including the [r]esponsible [u]se of [a]ntibiotics. As one of the world’s largest food companies, [the Company] will seize the opportunity to use its scale for good, to influence industry change on the issue of [r]esponsible [u]se of [a]ntibiotics.”

The materiality under Rule 14a-8(i)(3) of false and misleading assertions in a supporting statement is demonstrated by the court’s holding in *Express Scripts Holding Co. v. Chevedden*, 2014 WL 631538, at \*4 (E.D. Mo. Feb. 18, 2014). There, in the context of a proposal that sought to separate the positions of chief executive officer and chairman, the court ruled that, “when viewed in the context of soliciting votes in favor of a proposed corporate governance measure, statements in the proxy materials regarding the company’s existing corporate governance practices are important to the stockholder’s decision whether to vote in favor of the proposed measure” and therefore are material. Similar to *Express Scripts*, the Proposal and Supporting Statement are misleading because they materially misconstrue the Company’s “existing . . . practices” with regard to the Company’s VAS Policy. Specifically, they convey the false notion that the Company has not acted to update the 2015 VAS Policy, continues to operate under that policy, and that supporting the Proposal will result in the setting of “global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.” Moreover, as in *Express Scripts*, these statements are material because shareholders would assume them to be true and would consider them in the context of determining how to vote on the Proposal. As a result, a shareholder’s vote might be based upon the mistaken assumption that the Proposal is necessary to force the Company to act, for the first time in seemingly three years, in order for these issues and the 2015 VAS Policy to be addressed, when in fact the Company has not only replaced the 2015 VAS Policy, but taken the clear stance that “[r]outine [p]revention use of [a]ntibiotics is not permitted.” The potential negative impact of this impression to shareholders is amplified by both the Supporting Statement’s reference to the similar proposal submitted last year—to which the Proponents claim “the Company [also] has taken no substantive action,” despite “31% of [the] Company’s shares voted (counting votes for and against) support[ing]” it—as well as the Supporting Statement’s general reference to the global and economic harms that will occur from general inaction on the topic of antibiotic resistance. As a result, shareholders would be tempted to act in favor of the Proposal on the misimpression that the Company is not otherwise addressing the issues raised therein. Thus, just

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as the excludable proposals in the precedents cited above created false impressions upon which shareholders would be impermissibly misled in their votes, this series of materially false or misleading statements and implications make the Proposal and the Supporting Statement upon which it relies so fundamentally misleading that it would “require detailed and extensive editing in order to bring the Proposal and Supporting Statement into compliance with the proxy rules.”

Rule 14a-8(i)(3) is intended to protect a company from having to include in its proxy materials a proposal that contains materially false and misleading allegations as a means to trick shareholders into supporting a proposal. Accordingly, the Proposal is excludable under Rule 14a-8(i)(3) for containing materially false and misleading statements that violate Rule 14a-9.

## **II. The Proposal May Be Excluded Under Rule 14a-8(i)(3) Because The Proposal Is Impermissibly Vague And Indefinite So As To Be Inherently Misleading**

As noted above, under Rule 14a-8(i)(3) companies may exclude a shareholder proposal if the proposal or supporting statement is contrary to any of the Commission’s proxy rules or regulations, including Rule 14a-9, which prohibits materially false or misleading statements in proxy soliciting materials. The Staff consistently has taken the position that vague and indefinite shareholder proposals are inherently misleading and therefore excludable under Rule 14a-8(i)(3) because “neither the stockholders voting on the proposal, nor the company in implementing the proposal (if adopted), would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires.” SLB 14B. *See also Dyer v. SEC*, 287 F.2d 773, 781 (8th Cir. 1961) (“[I]t appears to us that the proposal, as drafted and submitted to the company, is so vague and indefinite as to make it impossible for either the board of directors or the stockholders at large to comprehend precisely what the proposal would entail.”); *Capital One Financial Corp.* (avail. Feb. 7, 2003) (concurring with the exclusion of a proposal under Rule 14a-8(i)(3) where the company argued that its shareholders “would not know with any certainty what they are voting either for or against”).

Under these standards, the Staff has concurred with the exclusion of proposals with vague terms or references, including proposals that fail to provide guidance on what is required, or how, to implement the proposals. For example, in *Exxon Mobil Corp.* (avail. Mar. 19, 2008) the proposal stated, in part, that “the amount of [oil] royalties, paid to a host Govt., should be declared publicly and clearly, so that all parties can be held accountable,” and that “[t]he Association of Oil Producing Countries should accept this as a standard practice to eliminate any disadvantage when competing against Companies who decline to publish this data clearly.” The company endeavored to identify the “Association of Oil Producing Countries,” but determined that “no such organization exists” and argued that “it [was] therefore impossible for the Company and its shareholders to ascertain the intended focus of the [p]roposal.” The Staff concurred in the exclusion of the proposal as vague and indefinite. In *General Electric Co.*

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(*Freedra*) (avail. Jan. 21, 2011) the proposal called for the Management Development and Compensation Committee of the board of directors of the company to make specified changes to all incentive awards to a senior executive whose performance measurement period was one year or shorter. However, the company did not provide incentive awards based on performance or financial metrics measured over a period that was one year or shorter. Accordingly, the Staff concurred that the proposal was vague and indefinite, noting that “in applying this particular proposal to [the company], neither the stockholders nor the company would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires.” *See also Pfizer Inc.* (avail. Feb. 18, 2003) (proposal requesting that the Board “make all stock options to management and the Board of Directors at no less than the highest stock price” failed to define critical elements or otherwise provide guidance on what would be necessary to implement it); *General Electric Co.* (avail. Feb. 5, 2003) (concurring with the exclusion of a proposal seeking “shareholder approval of all compensation for Senior Executives and Board members not to exceed more than 25 times the average wage of hourly working employees” because the proposal failed to define the terms “compensation” and “average wage” or otherwise provide guidance as to how the proposal should be implemented).

Moreover, the Staff also on numerous occasions has concurred that a shareholder proposal was sufficiently misleading so as to justify exclusion where a company and its shareholders might interpret the proposal differently, such that “any action ultimately taken by the [c]ompany upon implementation [of the proposal] could be significantly different from the actions envisioned by shareholders voting on the proposal.” *Fuqua Industries, Inc.* (avail. Mar. 12, 1991). For example, in *Duke Energy Corp.* (avail. Feb. 8, 2002), the proposal called for the board to impose various independence-related requirements on the company’s nominating committee, but the company did not have a nominating committee. The Staff concurred with the exclusion of the proposal as vague and indefinite, explicitly noting, “the proposal calls for the creation of a nominating committee but does not adequately disclose this in the proposal and supporting statement.”

Under these standards, the Proposal is so vague and indefinite as to be misleading. As discussed above, the Proposal refers to a policy that is no longer in force or provided by the Company. Neither the Company nor its shareholders can be certain how to implement changes to a non-existent policy. Even if changes to the 2015 VAS Policy were made, the changes would be ineffectual, as the Company operates under the 2017 VAS Policy. The 2015 VAS Policy is also no longer available on the Company’s website, and neither the Proposal nor the Supporting Statement cite to language from the 2015 VAS Policy. Shareholders are therefore unable to fully

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assess the Proposal because they cannot access or review the 2015 VAS Policy to determine whether they believe the Proposal is necessary.<sup>5</sup>

Shareholders that search for and find only the 2017 VAS Policy will be further confused as to how the Proposal would apply because the 2017 VAS Policy reflects significant, material changes from the 2015 VAS Policy that already address the Proposal's request for "more detailed plans" by the Company "to minimize medically important antibiotic use in its beef and pork supply chains." Specifically, the 2017 VAS Policy:

- Articulates a clearer, stronger stance on the use of antibiotics by expanding from four to seven guiding criteria that now state, in part, that "[r]outine [p]revention use of [a]ntibiotics is not permitted," that "[a]ntibiotics can only be used in conjunction with a veterinary-developed animal health care program," and that the Company will "[s]ource raw material (meat) . . . from [f]ood [a]nimals that are not treated with [a]ntibiotics used solely for [g]rowth [p]romotion."
- More specifically identifies the food animals to which it applies by replacing the broad categories in the 2015 VAS Policy ("beef, pork, poultry, dairy and eggs") with all of the protein product species that the Company's restaurants would use ("beef, chicken, pork, dairy cows and laying hen production").
- Expresses for the first time the Company's commitment to a purchasing preference "for raw materials . . . supplied through progressive farming practices including the [r]esponsible [u]se of [a]ntibiotics. As one of the world's largest food companies, [the Company] will seize the opportunity to use its scale for good, to influence industry change on the issue of [r]esponsible [u]se of [a]ntibiotics."

In addition, shareholders will rightfully struggle to understand whether the 2017 VAS Policy is even the appropriate place for "setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes," as the 2017 VAS Policy does not currently contain *any* species-specific policies. The 2017 VAS Policy makes clear at the very outset that it is "a *framework* for developing *future* species specific policies. . . . [that] will demonstrate [the Company's] commitment to the [r]esponsible [u]se of [a]ntibiotics in [f]ood [a]nimals used within the [Company's] [s]ystem, detailing business segment participation, measures, reporting and *timelines*" (emphasis added). As a result, even if the Proposal were to pass and the Company intended to "set[] global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics

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<sup>5</sup> For these reasons and the other reasons discussed in this letter, we believe that the Proposal is also excludable under Rule 14a-8(i)(6) because the Company lacks the power or authority to "update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals," as requested by the Proposal.

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January 22, 2018  
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for disease prevention purposes,” as requested by the Proposal, the 2017 VAS Policy is not the appropriate vehicle for establishing species specific targets. Those targets would instead be established in a standalone policy, like the Company’s August 2017 release “Statement on Antibiotic Use – Updated 8/23/17.”<sup>6</sup> The Company clearly describes the process of setting timelines on its website, stating that “[w]ith the VAS as our guiding principle, we will develop species specific policies outlining our requirements and implementation timelines.”<sup>7</sup> Accordingly, both the Company and shareholders will be uncertain how to implement the Proposal as a result, as the Proposal’s request cannot be reconciled with the 2017 VAS Policy.

Consistent with Staff precedent, the Company’s shareholders cannot be expected to make an informed decision on the merits of the Proposal if they are unable “to determine with any reasonable certainty exactly what actions or measures the proposal requires.” SLB 14B. Neither the Company’s shareholders nor the Company would be able to determine with any certainty what actions the Company would be required to take in order to comply with the Proposal. Accordingly, we believe that as a result of the vague and indefinite nature of the Proposal, the Proposal is impermissibly misleading and, thus, excludable in its entirety under Rule 14a-8(i)(3).

## CONCLUSION

Based upon the foregoing analysis, we respectfully request that the Staff concur that it will take no action if the Company excludes the Proposal from its 2018 Proxy Materials.

We would be happy to provide you with any additional information and answer any questions that you may have regarding this subject. Correspondence regarding this letter should be sent to [shareholderproposals@gibsondunn.com](mailto:shareholderproposals@gibsondunn.com). If we can be of any further assistance in this

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<sup>6</sup> See the Company’s announcement on timelines for broiler chickens on Company’s website, *available at* <http://news.mcdonalds.com/us/media-statements/response-to-antibiotics-in-chicken>.

<sup>7</sup> See the Company’s website, *available at* <http://corporate.mcdonalds.com/mcd/sustainability/sourcing/animal-health-and-welfare/issues-we-re-focusing-on/vision-for-antimicrobial-stewardship-for-food-animals.html>.

# GIBSON DUNN

Office of Chief Counsel  
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January 22, 2018  
Page 13

matter, please do not hesitate to call me at (202) 955-8287, or Denise A. Horne, the Company's Corporate Vice President, Associate General Counsel and Assistant Secretary, at (630) 623-3154.

Sincerely,



Elizabeth A. Ising

Enclosures

cc: Denise A. Horne, McDonald's Corporation  
Sr. Susan Mika, Congregation of the Benedictine Sisters of Boerne, Texas  
Kristel Verhoef, ACTIAM N.V.  
Sr. Patricia Kirk, Benedictine Sisters of Baltimore  
Catherine A. Minhoto, Religious of the Sacred Heart of Mary, Western-American Province  
Tom McCaney, Sisters of St. Francis of Philadelphia  
Sr. Betty Kenny, Sisters of Saint Francis, Rochester, Minnesota  
Sr. Marcelline Koch, Dominican Sisters of Springfield, Illinois  
Jennifer Hall, Sisters of Providence, Mother Joseph Province  
Sr. Patricia Boss, Sisters of St. Dominic Congregation of the Most Holy Name  
Sr. Betty Kenny, Academy of Our Lady of Lourdes  
Sr. Mary Bernadette McNulty, Sisters of St. Joseph of Orange  
Sr. Tonette Sperando, Benedictine Sisters of Cullman, Alabama  
Austin Wilson, As You Sow

**EXHIBIT A**



# Benedictine Sisters

285 Oblate Drive  
San Antonio, TX 78216  
210-348-6704 phone  
210-341-4519 fax

November 20, 2016

Jerry Krulewitch  
Corporate Secretary -- McDonald's Corp.  
McDonald's Plaza -- Dept. 010  
Oak Brook, IL.60523-1928

Email: [jerry.krulewitch@us.mcd.com](mailto:jerry.krulewitch@us.mcd.com)

Dear Jerry Krulewitch,

I am writing you on behalf of the Congregation of the Benedictine Sisters of Boerne, Texas to file the stockholder resolution titled **Phase Out Routine Use of Antibiotics**.

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

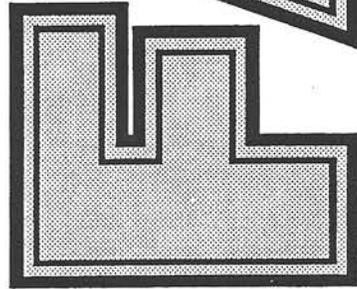
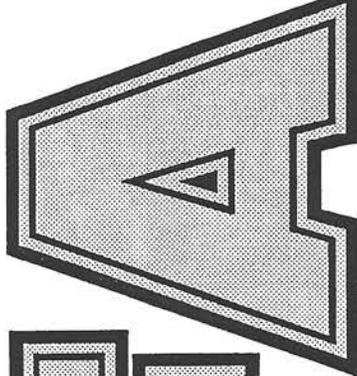
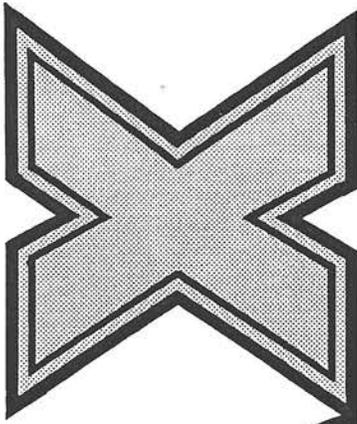
I am hereby authorized to notify you of our intention to file this shareholder resolution. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of \$2,000 worth of McDonald's Corporation shares.

We have been a continuous shareholder for one year of \$2,000 in market value of McDonald's stock and will continue to hold at least \$2,000 of McDonald's stock through the next annual meeting. Verification of our ownership position will be sent by our custodian. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

We truly hope that the company will be willing to dialogue with the filers about this resolution. Please note that the contact person for this resolution will be me -- Sr. Susan Mika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com) We expect a number of other groups to co-file the same resolution.

Sincerely,

*Sr. Susan Mika*  
Sr. Susan Mika, OSB  
Corporate Responsibility Program



**Benedictine Sisters  
Corporate Responsibility  
P.O. Box 200423  
San Antonio, TX 78220**

210-348-6704 phone  
210-341-4519 fax

**Physical Location:  
285 Oblate Drive  
San Antonio, TX 78216**

**T R A N S M I T T A L**

To: Gerry Krulewitch

Firm: McDonald's

City: \_\_\_\_\_

Fax: N/A

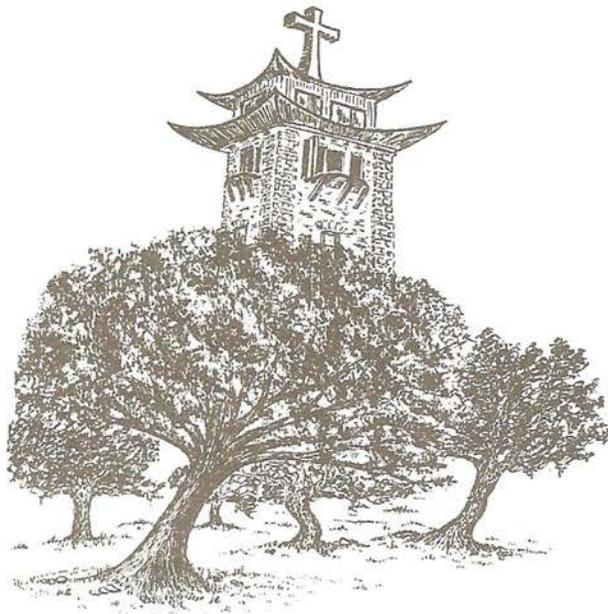
From: St. Susan

Date: 11/29/17

Total Pages: 3  
(including cover)

Additional Comments: \_\_\_\_\_

We discovered a discrepancy  
with the date on our original  
letter, so we re-did it and  
are re-sending it.  
Please use this copy.  
Thank you.



# Benedictine Sisters

285 Oblate Drive  
San Antonio, TX 78216  
210-348-6704 phone  
210-341-4519 fax

November 20, 2017

Jerry Krulewitch  
Corporate Secretary -- McDonald's Corp.  
McDonald's Plaza -- Dept. 010  
Oak Brook, IL.60523-1928

Email: [jerry.krulewitch@us.mcd.com](mailto:jerry.krulewitch@us.mcd.com)

Dear Jerry Krulewitch,

I am writing you on behalf of the Congregation of the Benedictine Sisters of Boerne, Texas to file the stockholder resolution titled **Phase Out Routine Use of Antibiotics**.

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

I am hereby authorized to notify you of our intention to file this shareholder resolution. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of \$2,000 worth of McDonald's Corporation shares.

We have been a continuous shareholder for one year of \$2,000 in market value of McDonald's stock and will continue to hold at least \$2,000 of McDonald's stock through the next annual meeting. Verification of our ownership position will be sent by our custodian. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

We truly hope that the company will be willing to dialogue with the filers about this resolution. Please note that the contact person for this resolution will be me -- Sr. Susan Mika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com) We expect a number of other groups to co-file the same resolution.

Sincerely,

*Sr. Susan Mika*  
Sr. Susan Mika, OSB  
Corporate Responsibility Program

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

**WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.

**From:** Siller, Heidi [<mailto:Heidi.Siller@MSGraystone.com>]  
**Sent:** Monday, November 20, 2017 2:48 PM  
**To:** Krulewitch Jerry <[Jerry.Krulewitch@us.mcd.com](mailto:Jerry.Krulewitch@us.mcd.com)>  
**Cc:** Susan Mika <[snmika2010@gmail.com](mailto:snmika2010@gmail.com)>  
**Subject:** Shareholders Resolution - Benedictine Sisters

Hello Jerry,

Please see attached letter regarding the Congregation of the Benedictine Sisters.  
I attempted to fax this to you earlier but it did not go through.

Please contact me if you have any further questions.

Sincerely,

*Heidi Siller*  
*Registered Associate*  
*The Quantitative Group at Graystone Consulting*  
*A Business of Morgan Stanley*  
755 E Mulberry Ave., Ste 300  
San Antonio, TX 78212-9953  
Direct: 210.366.6660  
eFax: 210.775-5349  
Toll Free: 1-800.733.3041  
[heidi.siller@msgraystone.com](mailto:heidi.siller@msgraystone.com)

The Quantitative Group  
755 E Mulberry Ave  
Suite 300  
San Antonio, TX 78212  
tel 210 277 4400  
fax 210 735 1150  
toll free 800 733 1150

Graystone  
Consulting<sup>SM</sup>

November 20, 2017

Jerry Krulewitch  
Corporate Secretary –McDonalds Corp  
McDonald's Plaza – Dept 010  
Oak Brook, IL 60523-1928

Email: [jerry.krulewitch@us.mcd.com](mailto:jerry.krulewitch@us.mcd.com)  
Sent by Fax: (630) 623-0497

Re: Co-filing of shareholder resolution: 2018 Phase Out Routine Use of Antibiotics

As of November 20, 2017, The Congregation of Benedictine Sisters of Boerne, TX held, and has held continuously for at least one year, 52 shares of McDonalds (MCD) common stock. These shares have been held with Morgan Stanley, DTC 0015.

If you need further information please contact us at 1-800-733-3041.

Sincerely,



Heidi Siller  
Registered Associate

**From:** Austin Wilson [<mailto:awilson@asyousow.org>]  
**Sent:** Wednesday, November 29, 2017 5:36 PM  
**To:** Card Jennifer <[Jennifer.Card@us.mcd.com](mailto:Jennifer.Card@us.mcd.com)>; Corporate Secretary <[corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)>  
**Subject:** Shareholder Proposal

Ms. Card,

Please find attached a letter from As You Sow containing a shareholder proposal that we are co-filing for inclusion in the 2018 proxy statement. Proof of ownership will be sent under separate cover. A copy has been sent via FedEx that will arrive Monday December 4.

Best,

**Austin Wilson**

**Environmental Health Program Manager**

**As You Sow**

1611 Telegraph Ave., Ste. 1450

Oakland, CA 94612

(510) 735-8149 (direct line) | (415) 717-0638 (cell)

Fax: (510) 735-8143

Skype: Austin.leigh.wilson

[awilson@asyousow.org](mailto:awilson@asyousow.org) | [www.asyousow.org](http://www.asyousow.org)

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The information contained in this e-mail and any accompanying documents is confidential, may be privileged, and is intended solely for the person and/or entity to whom it is addressed (i.e. those identified in the "To" and "cc" box). They are the property of McDonald's Corporation. Unauthorized review, use, disclosure, or copying of this communication, or any part thereof, is strictly prohibited and may be unlawful. If you have received this e-mail in error, please return the e-mail and attachments to the sender and delete the e-mail and attachments and any copy from your system. McDonald's thanks you for your cooperation.



AS YOU SOW

1611 Telegraph Ave, Suite 1450  
Oakland, CA 94612

WWW.ASYOUSOW.ORG  
BUILDING A SAFE, HEALTHY, AND SUSTAINABLE WORLD SINCE 1991

November 29, 2017

Jerry Krulewitch  
Corporate Secretary  
McDonald's Corp.  
McDonald's Plaza – Dept. 010  
Oak Brook, IL 60523-1928

Dear Jerry Krulewitch,

As You Sow is co-filing a shareholder proposal on behalf of the following McDonald's shareholders (collectively, the "Proponents"):

- The Gun Denhart Living Trust
- Kalpana Raina
- Arkay Foundation
- Lutra Living Trust
- PCR Childrens Trust FBO Ellen Remmer
- John B and Linda C Mason
- Paul R. Rudd Revocable Trust
- The Shallat Chemel Trust of 1994
- Leslie K Maslow
- Jeanne Miller
- Dana Kahn
- Edwards Mother Earth Foundation
- SCP 2008 Trust
- Julia H. Kandel-Krieger Trust

As You Sow is filing this proposal on each Proponent's behalf in order to protect each Proponent's right to raise this issue in the proxy statement. The Proponents are submitting the enclosed shareholder proposal for inclusion in the 2018 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

We are co-filing this proposal with the Congregation of the Benedictine Sisters of Boerne, Texas, who is the lead filer and is authorized to withdraw the proposal on our behalf. Letters from the Proponents authorizing As You Sow to act on their behalf are enclosed. A representative of the lead filer will attend the stockholders' meeting to move the resolution as required.

Sincerely,

Austin Wilson  
Environmental Health Program Manager

Enclosures



AS YOU SOW

- Shareholder Proposal
- Letters of Authorization

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.

October 4, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

As of October 4, 2017, the undersigned, The Gun Denhart Living Trust (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,



---

Gun Denhart  
Trustee  
The Gun Denhart Living Trust

October 19, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

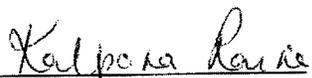
Dear Andrew Behar,

As of October 11, 2017, the undersigned, Kalpana Raina (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

  
Kalpana Raina



THE ARKAY FOUNDATION

127 University Avenue  
Berkeley, California 94710  
tel: 510.841.4025  
fax: 510.841.4093  
email: info@arkayfoundation.org

October 24, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

As of October 24, 2017, the undersigned, Arkay Foundation (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

Harald Leventhal  
CFO  
Arkay Foundation

October 25, 2017

Andrew Behar  
CEO  
As You Sow Foundation  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

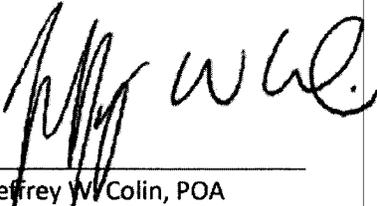
Dear Andrew Behar,

As of October 25, 2017, the undersigned, Lutra Living Trust (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,



---

Jeffrey W. Colin, POA  
Lutra Living Trust  
c/o Baker Street Advisors, LLC  
455 Market Street, 23rd Floor  
San Francisco, CA 94105

November 1, 2017

Andrew Behar  
CEO  
As You Sow Foundation  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

As of November 1, 2017, the undersigned, PCR Childrens Trust FBO Ellen Remmer (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,



Ellen Remmer  
Trustee  
PCR Childrens Trust FBO Ellen Remmer

November 9, 2017

Andrew Behar, CEO  
As You Sow Foundation  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

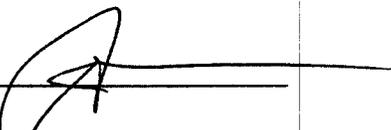
Dear Andrew Behar,

As of November 9, 2017, we authorize As You Sow to file or cofile a shareholder resolution on our behalf with McDonald's Corporation, relating to antibiotic use in livestock supply chains, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

We have continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. We intend to hold the stock through the date of the company's annual meeting in 2018.

We give As You Sow the authority to deal on our behalf with any and all aspects of the shareholder resolution. We understand that the company may send us information about this resolution, and that the media may mention our names related to the resolution; we will alert As You Sow in either case. We confirm that our names may appear on the company's proxy statement as the filer of the aforementioned resolution.

Sincerely,

  
\_\_\_\_\_  
John B Mason

  
\_\_\_\_\_  
Linda C Mason

November 15, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

The undersigned, Paul R. Rudd Revocable Trust (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation relating to antibiotic use in the livestock supply chain, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,



Paul R. Rudd  
Trustee  
Paul R. Rudd Revocable Trust

November 14, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

The undersigned, Leslie K Maslow (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation, relating to antibiotic use in the livestock supply chain, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,



Leslie K Maslow

November 13, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

The undersigned, Jeanne Miller (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation relating to antibiotic use in the meat supply chain, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

  
Jeanne Miller

November 21, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

The undersigned, Dana B. Kahn (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation relating to antibiotic use in the livestock supply chain, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

A handwritten signature in black ink, appearing to read "Dana", followed by a long horizontal line extending to the right.

Dana B. Kahn

November 17, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

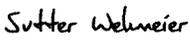
Dear Andrew Behar,

The undersigned, Edwards Mother Edwards Foundation (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation relating to antibiotics in the livestock supply chain, requesting the company include legal and compliance costs in its executive pay performance benchmarks, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

DocuSigned by:  
  
E8F2D557C288444...

Sutter I. Wehmeier  
President  
Edwards Mother Earth Foundation



**AS YOU SOW**

November 8, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

As of November 8, 2017, the undersigned, SCP 2008 Trust (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

Cindy Paradies  
Trustee  
SCP 2008 Trust

Robert Arogeti  
Trustee  
SCP 2008 Trust



November 8, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

As of November 8, 2017, the undersigned, SCP 2008 Trust (the "Stockholder") authorizes As You Sow to file or cofile a shareholder resolution on Stockholder's behalf with McDonald's Corporation, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's Corporation stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,

\_\_\_\_\_  
Cindy Paradies  
Trustee  
SCP 2008 Trust

A handwritten signature in black ink, appearing to read 'Robert Arogeti', written over a horizontal line.

\_\_\_\_\_  
Robert Arogeti  
Trustee  
SCP 2008 Trust

October 11, 2017

Andrew Behar  
CEO  
As You Sow  
1611 Telegraph Ave., Ste. 1450  
Oakland, CA 94612

**Re: Authorization to File Shareholder Resolution**

Dear Andrew Behar,

As of October 11, 2017, the undersigned, Julia H. Kandel-Krieger Trust (the "Stockholder") authorizes As You Sow to cofile a shareholder resolution on Stockholder's behalf with McDonald's, and that it be included in the 2018 proxy statement, in accordance with Rule 14-a8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

The Stockholder has continuously owned over \$2,000 worth of McDonald's stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the company's annual meeting in 2018.

The Stockholder gives As You Sow the authority to deal on the Stockholder's behalf with any and all aspects of the shareholder resolution, including designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name related to the resolution.

Sincerely,



Betsy L. Krieger  
Trustee

Julia H. Kandel-Krieger Trust

---

**From:** Verhoef, K.J.A. (Kristel) <Kristel.Verhoef@actiam.nl>  
**Sent:** Friday, December 1, 2017 5:54 AM  
**To:** Corporate Secretary; Card Jennifer  
**Cc:** Susan Mika; Molenaar, M.F. (Maxime)  
**Subject:** co-filing on McDonald's on Antibiotics  
**Attachments:** image001.jpg; image002.jpg; image003.png; image004.png; Mc Donalds Filing letter.pdf; McDonalds Nov 2017.pdf; McDonaldsresolution.pdf

Dear Ms Card,

On behalf of ACTIAM NV, through Pettelaar Effectenbewaarbedrijf N.V., I am submitting the attached shareholder proposal, acting as a co-filer. More information on our motivations can be find in the attached letter and the resolution. A proof of ownership is also included in this email.

A hard copy of this letter (along with the enclosure) will be sent to the attention of Ms Card as well.

Met vriendelijke groet / Kind regards / 祝好,

ACTIAM

Kristel Verhoef

Active Ownership Specialist

<<https://twitter.com/actiam>>

<<https://www.linkedin.com/company-beta/237268/>>

ACTIAM ESG Research

T

.T +31 (0)205436417

Graadt van Roggenweg 250

M

.M +31 (0)612541508

Postbus 679, 3500 AR Utrecht

I

<<https://www.actiam.nl/>> actiam.nl

ACTIAM N.V., gevestigd te Utrecht, KvK 30143634.

ACTIAM N.V. is in het bezit van een vergunning van de Autoriteit Financiële Markten op grond van de Wet op het financieel toezicht (Wft), en is tevens geregistreerd bij het Dutch Securities Institute.

ACTIAM is a proud partner of 2dgrees.com <<http://twodegrees.com/>>

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Dit e-mailbericht is alleen bestemd voor de geadresseerden. Indien dit bericht niet voor u is bedoeld, wordt u verzocht de afzender hiervan op de hoogte te stellen door het bericht te retourneren en de inhoud niet te gebruiken.  
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Graadt van Roggenweg 250  
P.O. Box 679  
3500 AR Utrecht  
The Netherlands

AAN JERRY KRULEWITCH

Corporate Secretary -- McDonald's Corp.  
McDonald's Plaza - Dept. 010  
Oak Brook, IL.60523-1928

VAN Kristel Verhoef

EMAIL Kristel.verhoef@actiam.nl  
TEL +31205436089  
MOB  
URL actiam.nl

DATUM December 1, 2017

Dear Mrs Jennifer Card

ACTIAM is a responsible asset manager from The Netherlands, with EUR 54 billion in assets under management. ACTIAM N.V. owns 181.250 of McDonald's shares.

It is our belief that companies with good stakeholder management, including customers, employees, communities and the environment, are better long-term investments. We applaud McDonalds for McDonald's phasing out medically important antibiotics in its U.S. chicken supply chains and issuing a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, we are concerned that McDonald's has not committed to a similar sourcing policy for beef or pork.

Therefore, we are submitting the enclosed shareholder proposal filed by The Benedictine Sisters (OBS) as co-filer for inclusion in the 2018 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. ACTIAM N.V. through Pettelaar Effecten Bewaarbedrijf N.V., is the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of the above mentioned number of McDonald's Shares and will act as co-filer.

ACTIAM N.V. has been a continuous shareholder for more than one year of over \$2,000 worth of stock, will provide verification of ownership position, and will continue to hold at least \$2,000 worth of McDonald's throughout the stakeholder meeting.

Please address all communications on this resolution to Sr. Susan Mika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com). We look forward to a constructive dialogue with you and your colleagues.

Kind regards,  
ACTIAM N.V.

Kristel Verhoef  
Active Ownership Specialist

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

**WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.

De Entree 500  
1101 EE Amsterdam-Zuidoost  
30<sup>th</sup> of November 2017

**Custodian Confirmation of Holding**

**ISIN:** US5801351017

**Security Description:** McDonald's RG

**SRN:** 3405

**Registration:** CITIBANK NA, Account \*\*\*

**Holding:** 21.451

To whom it may concern,

KAS BANK NV confirms that, as at the close of business on 11/29/2017, we held the position above as custodian on behalf of our client, Pettelaar Effecten Bewaarbedrijf N.V. inz. ACTIAM Responsible Index Fund Equity North America - A Mandaat Actiam N.V.

Sincerely,



M.E.C.L. Rabon

De Entree 500  
1101 EE Amsterdam-Zuidoost  
30<sup>th</sup> of November 2017

**Custodian Confirmation of Holding**

**ISIN:** US5801351017

**Security Description:** McDonald's RG

**SRN:** 3404

**Registration:** CITIBANK NA, Account \*\*\*

**Holding:** 69.174

To whom it may concern,

KAS BANK NV confirms that, as at the close of business on 11/29/2017, we held the position above as custodian on behalf of our client, Pettelaar Effectenbewaarbedrijf N.V. inz. ACTIAM Responsible Index Fund Equity North America B.

Sincerely,



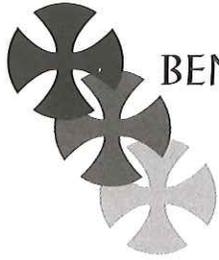
M.E.C.L. Rabou

**From:** Jane Heil  
**To:** [Corporate Secretary; Card Jennifer](#)  
**Subject:** McDonald's Corporation Phase Out Routine Use of Antibiotics  
**Date:** Monday, December 4, 2017 11:51:11 AM  
**Attachments:** [McDonald's.pdf](#)

---

Dear Mr. Krulewitch and Ms. Card,  
Attached is our co-filing on Phase Out Routine Use of Antibiotics.  
Please confirm receipt.  
Peace this holiday season!  
Jane

Jane Heil  
*Administrative Director*  
Benedictine Sisters of Baltimore  
Emmanuel Monastery  
2229 W Joppa Rd, Lutherville, MD 21093-4601  
Tel (410) 821-5792  
[www.emmanuelosb.org](http://www.emmanuelosb.org)



## BENEDICTINE SISTERS of BALTIMORE

Emmanuel Monastery

December 4, 2017

Jerry Krulewitch  
Corporate Secretary  
McDonald's Corporation  
2915 Jorie Blvd.  
Oak Brook, Illinois 60523

Email: [corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)  
[jennifer.card@us.mcd.com](mailto:jennifer.card@us.mcd.com)

Dear Mr. Krulewitch:

I am writing you on behalf of the Benedictine Sisters of Baltimore to co-file the stockholder resolution on Phase Out Routine Use of Antibiotics. In brief, the proposal states RESOLVED, shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

I am hereby authorized to notify you of our intention to co-file this shareholder proposal with the Congregation of Benedictine Sisters of Boerne, Texas. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of 175 shares of McDonald's Corp. and valued more than \$2,000.

We have been a continuous shareholder for one year of \$2,000 in market value of McDonald's Corporation stock and will continue to hold at least \$2,000 of McDonald's Corporation stock through the next annual meeting. Verification of our ownership position will be sent by our custodian. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

We truly hope that the company will be willing to dialogue with the filers about this proposal. We consider the Congregation of Benedictine Sisters of Boerne, Texas the lead filer of this resolution and as so, is authorized to act on our behalf in all aspects of the resolution including negotiation and withdrawal.

Please note that the contact person for this resolution/proposal will be Sr. Susan Mika of the Congregation of Benedictine Sisters of Boerne, Texas who may be reached by phone 210-348-6704 or by email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com).

As a co-filer, however, we respectfully request direct communication from the company and to be listed in the proxy.

Sincerely,

*Sr. Patricia Kirk, OSB Prioress*

Sr. Patricia Kirk, OSB, Prioress

## **Phase Out Routine Use of Antibiotics 2018 – McDonald's Corp.**

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and this number is still increasing. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.

**From:** Cathy Minhoto  
**To:** [Corporate Secretary; Card Jennifer](#)  
**Subject:** Co-filing with the Benedictine Sisters of Boerne  
**Date:** Monday, December 4, 2017 1:30:00 PM  
**Attachments:** [2018 McDonald Resolution Phase Out Routine Use of Antibiotics.docx](#)  
[McDonalds RSHM letter co file.pdf](#)  
[McDonalds verification of holdings.pdf](#)

---

Dear Ms. Card:

I am attaching the requested shareholder information for co-filing with the Benedictine Sisters of Boerne.

The hard copies are being mailed today.

Sincerely,

*Catherine A. Minhoto, RSHM*

Director of Finance

Religious of the Sacred Heart of Mary, Western American Province

441 North Garfield Avenue

Montebello, CA 90640-2901

323-887-8821 ext. 202

cathymminhoto@earthlink.net



RELIGIOUS OF THE SACRED HEART OF MARY

PROVINCIAL CENTER ■ WESTERN AMERICAN PROVINCE

441 NORTH GARFIELD AVENUE ■ MONTEBELLO ■ CALIFORNIA 90640-2901

December 4, 2017

Jennifer Card  
Senior Counsel, Securities, Governance and Corporate  
McDonald's Corporation  
2915 Jorie Blvd.  
Oak Brook, Illinois 60523

Dear Ms. Card:

The Religious of the Sacred Heart of Mary, Western American Province, writes this letter to co-file the attached stockholder resolution titled **Phase Out Routine Use of Antibiotics**, filed by the Congregation of the Benedictine Sisters of Boerne, Texas.

We submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of at least \$2,000 worth of McDonald's Corporation shares.

We have been continuous shareholders for one year of \$2,000 in market value of McDonald's stock and will continue to hold at least \$2,000 of McDonald's stock through the next annual meeting. Verification by the custodian of our ownership position is enclosed. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

The contact person for this resolution is Sr. Susan Mika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com) who will act on our behalf.

Sincerely,

Catherine A. Minhoto, RSHM  
Director of Finance  
Religious of the Sacred Heart of Mary, Western American Province

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



INSTITUTIONAL SERVICES GROUP  
MC 6581, PO BOX 226405, DALLAS, TX 75222-6405  
8850 BOEDEKER, 5TH FL., DALLAS, TX 75225

Glenn A. Elstoen  
Writers direct Line:  
(214) 890-4675  
Writers Email:  
gaelstoen@comerica.com

December 4, 2017

**Re: Religious of the Sacred Heart of Mary**

To Whom It May Concern:

Comerica Bank is the custodian of 24 shares of McDonalds Corp stock on behalf of the Religious of the Sacred Heart of Mary, Western American Province. We certify they have been the beneficial owners of these shares and that the original purchase value was at least \$2,229.36. To the best of our knowledge, the lowest per share price of this stock over the past year through the date of this letter has been \$118.18, giving a total market value of the 24 shares of \$2,836.32.

Sincerely,

A handwritten signature in black ink, appearing to read "GAE", written over a light blue horizontal line.

Glenn A. Elstoen  
Senior Vice President

**From:** Thomas McCaney [<mailto:tmccaney@osfphila.org>]

**Sent:** Friday, December 08, 2017 7:05 AM

**To:** Corporate Secretary <[corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)>; Card Jennifer <[Jennifer.Card@us.mcd.com](mailto:Jennifer.Card@us.mcd.com)>

**Subject:** submission of co-filing on medically important antibiotics in meat supply

Dear Ms. Card:

Attached you will find the submission of the co-filing of a shareholder resolution from the Sisters of St. Francis of Philadelphia requesting McDonald's to update its Global Vision for Antimicrobial Stewardship in Food Animals. We filing this in support of the Benedictine Sisters of Boerne, TX, the primary filer.

A hard copy of this filing is also being sent via UPS. If you have any questions, please don't hesitate to contact me via email or by phone at 610-558-7764.

Sincerely,

Tom McCaney  
Associate Director, Corporate Social Responsibility  
Sisters of St. Francis of Philadelphia  
609 S. Convent Road  
Aston, PA 19014

December 8, 2017

Jennifer Card  
Senior Counsel – Securities, Governance and Corporate  
McDonald's Corporation-Dept. 010  
2915 Jorie Blvd.  
Oak Brook, IL 60523

Sent by email: [corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com) and [jennifer.card@us.mcd.com](mailto:jennifer.card@us.mcd.com) and UPS

Dear Ms. Card:

Peace and all good! The Sisters of St. Francis of Philadelphia have been shareholders in McDonald's for several years. Although encouraged by the steps you've taken to phase out medically important antibiotics in your U.S. chicken supply chain, we believe the company would benefit by updating the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals to prohibit the use of antibiotics in classes used in human medicine for purposes other than the treatment of veterinarian-diagnosed illness. We also ask that you set targets for similar initiatives in your supply chain for beef and pork.

As a faith-based investor, I am hereby authorized to notify you of our intention to submit this shareholder proposal with *the Benedictine Sisters of Boerne, Texas*, the primary filer. I submit it for inclusion in the proxy statement for consideration and action by the next stockholders meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. A representative of the filers will attend the shareholder meeting to move the resolution. Please note that the primary filer and contact person for this resolution will be: *Sister Susan Mika, OSB. Her number is 210-348-6704.*

As verification that we are beneficial owners of common stock in McDonald's, I attach a letter from Northern Trust Company, our portfolio custodian/record holder attesting to the fact. It is our intention to keep these shares in our portfolio through the 2018 shareholder meeting.

Respectfully yours,

Tom McCaney  
Associate Director, Corporate Social Responsibility

Enclosures

## **Phase Out Medically Important Antibiotics in Supply Chain 2018 – McDonald's Corp.**

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

**WHEREAS:** The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and this number is still increasing. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



50 S. LaSalle Street  
Chicago IL 60603

December 8, 2017

To Whom It May Concern:

This letter will confirm that the Sisters of St. Francis of Philadelphia hold **41** shares of **McDonald's Corporation Common Stock (CUSIP : 580135101)**. These shares have been held continuously, in excess of the requisite one year period preceding and including December 8, 2017.

The Northern Trust Company serves as custodian/record holder for the Sisters of St. Francis of Philadelphia. The above mentioned shares are registered in the nominee name of the Northern Trust Company.

This letter will further verify that Sister Nora M. Nash and/or Thomas McCaney are representatives of the Sisters of St. Francis of Philadelphia and are authorized to act on their behalf.

Sincerely,

Lisa M. Martinez- Shaffer  
Second Vice President

**From:** [kennyosf@aol.com](mailto:kennyosf@aol.com) [<mailto:kennyosf@aol.com>]

**Sent:** Saturday, December 09, 2017 1:11 PM

**To:** Corporate Secretary <[corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)>; Card Jennifer <[Jennifer.Card@us.mcd.com](mailto:Jennifer.Card@us.mcd.com)>

**Subject:** Fwd: Corporate Responsibility Working Group--Filing with McDonald's on Antibiotics

Hard copy coming by mail!

\*\*\*\*\*

**December 1, 2017**

**Jerry Krulewitch  
Corporate Secretary--McDonald's Corporation  
McDonald's Plaza--Dept. 010  
Oak Brook, Illinois 60523-1928**

**Dear Mr. Krulewitch:**

**I am writing you on behalf of the Sisters of Saint Francis, Rochester, Minnesota, to co-file the stockholder resolution titled "Phase Out Routine Use of Antibiotics" with the Congregation of the Benedictine Sisters of Boerne, Texas, as the primary filers.**

**RESOLVED: Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.**

**I am hereby authorized to notify you of our intention to co-file this shareholder resolution. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.**

**As verification that we are beneficial owners of stock in McDonald's, I enclose a letter from Morgan Stanley. It is our intention to keep these shares in our portfolio at least until after the annual meeting.**

**We hope that this issue can be resolved so that we will find it possible to withdraw the resolution. We are willing to dialogue with you on this matter in an effort to find common ground. Please let us know if this is a possibility.**

**Sincerely,**

**Sister Betty Kenny, OSF  
Corporate Responsibility Program**



# Benedictine Sisters

285 Oblate Drive  
San Antonio, TX 78216  
210-348-6704 phone  
210-341-4519 fax

November 20, 2016

Jerry Krulewitch  
Corporate Secretary -- McDonald's Corp.  
McDonald's Plaza -- Dept. 010  
Oak Brook, IL.60523-1928

Email: [jerry.krulewitch@us.mcd.com](mailto:jerry.krulewitch@us.mcd.com)

Dear Jerry Krulewitch,

I am writing you on behalf of the Congregation of the Benedictine Sisters of Boerne, Texas to file the stockholder resolution titled **Phase Out Routine Use of Antibiotics**.

**RESOLVED:** *Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.*

I am hereby authorized to notify you of our intention to file this shareholder resolution. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of \$2,000 worth of McDonald's Corporation shares.

We have been a continuous shareholder for one year of \$2,000 in market value of McDonald's stock and will continue to hold at least \$2,000 of McDonald's stock through the next annual meeting. Verification of our ownership position will be sent by our custodian. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

We truly hope that the company will be willing to dialogue with the filers about this resolution. Please note that the contact person for this resolution will be me -- Sr. Susan Mika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com) We expect a number of other groups to co-file the same resolution.

Sincerely,

Sr. Susan Mika, OSB  
Corporate Responsibility Program

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



**Dominican Sisters of Springfield Illinois**

Sacred Heart Convent  
1237 West Monroe Street  
Springfield, Illinois 62704  
(217) 787-0481 Fax (217) 787-8169

December 8, 2017

Jerry Krulewitch  
Corporate Secretary -- McDonald's Corp.  
McDonald's Plaza -- Dept. 010  
Oak Brook, IL.60523-1928

Email: [jerry.krulewitch@us.mcd.com](mailto:jerry.krulewitch@us.mcd.com)

Dear Jerry Krulewitch,

The Dominican Sisters of Springfield, IL have been long time investors in McDonald's Corp. We are writing this letter alongside our colleagues at the Interfaith Center on Corporate Responsibility and other institutional investors.

We believe the Board should update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

In an effort to take action in this regard we decided to co-file with other investors by joining the Benedictine Sisters in submitting this resolution.

The Dominican Sisters of Springfield, IL is the beneficial owner of thirty-three (33) shares of McDonald's Corp., which we intend to hold at least until the next annual meeting. Verification of ownership is attached. I am hereby authorized to notify you of our intention to file the attached proposal regarding lobbying disclosure for consideration and action by the stockholders at the next annual meeting. I hereby submit it for inclusion in the proxy statement in accordance with rule 14-a-8 of the general rules and regulations of The Securities and Exchange Act of 1934.

Sr. Susan Mika of the Benedictine Sisters is the primary contact and will represent the resolution. However, all co-filers respectfully request direct communication from the company, and to be listed in the proxy. If you have any questions, please contact Steve Zielinski, or consultant at [szielinski@viagemconsulting.com](mailto:szielinski@viagemconsulting.com).

Sincerely,

Sr. Marcelline Koch, OP

# J.P.Morgan

December 7, 2017

Jerry Krulewitch  
Corporate Secretary – McDonald's Corp  
McDonald's Plaza – Dept 010  
Oak Brook, IL 60523-1928

Email: [jerry.krulewith@us.med.com](mailto:jerry.krulewith@us.med.com)

Dear Mr. Krulewitch,

As of the of December 7, 2017 the Dominican Sisters of Springfield, IL (Sacred Heart Convent) held 33 shares of McDonald's Corp for at least one year in account number account \*\*\*  
Any further questions, please do not hesitate to call.

Also please be advised that JP Morgan is a Registered DTC Participant.

Regards,



Michael J. Peplansky  
Client Advisor

The account information shown here is provided as a convenience to you, and is not official bank or brokerage record or statement of any affiliate or subsidiary of J P Morgan Chase & Co. It is not to be relied upon for purposes of final reconciliation or otherwise. We do not make any representation or warranty that this information is accurate or complete. This summary information is subject to correction, and corrections may routinely occur without notice. The valuations may not represent the actual or indicative terms at which new (or economically equivalent) transactions could be entered into or the actual or indicative terms at which existing (or such equivalent) transactions could be liquidated, assigned, or unwound, and may vary from valuations used by us for other purposes. We may derive valuations for assets set forth in any periodic statement or other document through the use of proprietary pricing models and/or any external pricing service selected by us in our sole discretion, and estimates and assumptions about relevant future market conditions and other matters, all of which are subject to change without notice. Any such changes may have a material impact on the valuations provided, and valuations based on the other models or different assumptions may yield materially different results. Valuations provided do not necessarily reflect a market price estimate on the date specified. Valuations may reflect price estimates on dates different from that indicated above. You can view your most recent bank and brokerage statements that represent official records and that identify the specific J.P. Morgan Chase legal entities holding your accounts by clicking the Account Details tab of Morgan Online.

JPMorgan Chase & Co., its affiliates and employees do not provide tax, legal or accounting advice. This material has been prepared for informational purposes only. You should consult your own tax, legal and accounting advisors before engaging in any financial transactions

Mail Code: IL1-1180, Floor 10, 10 South Dearborn, Chicago, Illinois 60603

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## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



# Sisters of Providence

Provincial Administration • Mother Joseph Province

1801 Lind Avenue SW, #9016  
Renton, Washington 98057-9016  
425.525.3355 • (fax) 425.525.3984

December 11, 2017

Jerry Krulewitch  
Corporate Secretary  
McDonald's Corporation  
1 McDonald's DR  
Oak Brook, IL 60523-1928

Dear Mr. Krulewitch,

The Sisters of Providence, Mother Joseph Province were pleased when McDonald's phased out medically important antibiotics in its U.S. chicken supply chain and committed to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork. As responsible investors, we believe that McDonald's failure to minimize the use of medically important antibiotics in its global beef and pork supply chains jeopardizes global health, as well as McDonald's brand.

Therefore, the Sisters of Providence, Mother Joseph Province is co-filing the enclosed resolution, Phase out Routine Use of Antibiotics, with the Congregation of the Benedictine Sisters of Boerne, Texas for inclusion in the McDonald's Corporation 2018 proxy statement in accordance with rule 14a-8 of the general rules and regulations of the Securities and Exchange Act of 1934. A representative of the filers will attend the annual meeting to move the resolution as required by SEC Rules.

As of December 11, 2017, the Sisters of Providence, Mother Joseph Province held, and has held continuously for at least one year, 32 shares of McDonald's Corporation common stock. A letter verifying ownership in the Company is enclosed. We will continue to hold the required number of shares in McDonald's Corporation through the annual meeting in 2018.

For matters pertaining to this resolution, please contact Susan Mika, OSB, who represents the Congregation of the Benedictine Sisters of Boerne, Texas, the primary filer of this resolution. Please copy me on all communications: Jennifer Hall: [jennifer.hall@providence.org](mailto:jennifer.hall@providence.org)

Sincerely,

Jennifer Hall  
Provincial Treasurer

Encl: Shareholder Resolution  
Verification of Ownership



December 11, 2017

Sisters Of Providence-Mother Joseph Province  
Jennifer Hall, Katherine Clark, Janet Painter  
1801 Lind Ave Sw # 9016  
Renton, WA 98057

Account #: \*\*\*  
Questions: +1 (877) 594-2578  
x33081

---

Account : \*\*\*

---

Dear Jennifer Hall, Katherine Clark, Janet Painter,

This letter is being written to confirm the amount of shares held of MC Donalds Corp (MCD) in the above listed account for which you are an authorized agent.

On 12/09/2010, 32 shares were purchased and have been continuously owned in this account since the purchase date.

As of the time this letter was written on 12/11/2017, these 32 shares of MCD remain in the above referenced account.

This letter is for informational purposes only and is not an official record. Please refer to your statements and trade confirmations as they are the official record of your transactions.

Charles Schwab is a DTC participating firm.

**Thank you for choosing Schwab.** We appreciate your business and look forward to serving you in the future. If you have any questions, please call me or any Client Service Specialist at +1 (877) 594-2578 x33081.

Sincerely,

*Gary Wong*

Gary Wong  
Partner Support  
2423 E Lincoln Dr  
Phoenix, AZ 85016-1215

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.

**From:** [Patricia Boss](#)  
**To:** [Corporate Secretary; Card Jennifer](#)  
**Subject:** Stockholder co-filing resolution  
**Date:** Tuesday, December 12, 2017 4:40:43 PM  
**Attachments:** [mcd\\_dec\\_2017\\_filing.pdf](#)

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Dear Ms. Card:

Attached are the co-filing documents which I have mailed today to your attention at the Corporate headquarters. Thank you for your work on behalf of the shareholders.

Respectfully,

Sister Patricia Boss, O.P.

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Sister Patricia Boss, O.P.  
Chief Financial Officer  
Sisters of St. Dominic  
1520 Grand Ave.  
San Rafael, CA 94901-2236  
415-453-8303 ext. 105



SISTERS of ST. DOMINIC  
CONGREGATION of the MOST HOLY NAME

1520 Grand Avenue  
San Rafael CA 94901-2236  
[www.sanrafaelop.org](http://www.sanrafaelop.org)

December 11, 2017

Jennifer Card  
Senior Counsel – Securities, Governance and Corporate  
McDonald's Corporation  
2915 Jorie Blvd.  
Oak Brook, Illinois 60523

Dear Ms. Card:

The Sisters of St. Dominic Congregation of the Most Holy Name, writes this letter to co-file the attached stockholder resolution titled **Phase Out Routine Use of Antibiotics**, filed by the Congregation of the Benedictine Sisters of Boerne, Texas

We submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of at least \$2,000 worth of McDonald's Corporation shares.

We have been continuous shareholders for one year of \$2,000 in market value of McDonald's stock and will continue to hold at least \$2,000 of McDonald's stock through the next annual meeting. Verification by the custodian of our ownership position is enclosed. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

The contact person for this resolution is Sr. Susan Mika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com) who will act on our behalf

Sincerely,

Sister Patricia Boss, OP  
Chief Financial Officer  
Sisters of St. Dominic  
[Patricia.Boss@sanrafaelop.org](mailto:Patricia.Boss@sanrafaelop.org)



December 11, 2017

SISTERS OF ST DOMINIC  
1520 GRAND AVE  
SAN RAFAE, CA 94901

Account #: \*\*\*  
Questions:

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**Verification of Shares Held**

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Dear SISTERS OF ST DOMINIC,

Please let this letter verify that the above account has held at least 50 shares of McDonalds (MCD) for over a year as of December 11, 2017.

We appreciate your business, thank you for choosing Charles Schwab & Co., Inc.

Sincerely,

Matt Bosley  
ASI SERVICE WEST PHOENIX  
2423 E Lincoln Dr  
Phoenix, AZ 85016-1215

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

**WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



## ACADEMY OF OUR LADY OF LOURDES

CORPORATE TITLE OF

SISTERS OF THE THIRD ORDER REGULAR OF SAINT FRANCIS  
OF THE CONGREGATION OF OUR LADY OF LOURDES

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PHONE 507/282-7441  
FAX: 507/282-7762

1001 14 ST NW, SUITE 100 • ASSISI HEIGHTS  
ROCHESTER, MINNESOTA 55901-2525

December 1, 2017

Jerry Krulewitch  
Corporate Secretary—McDonald's Corporation  
McDonald's Plaza—Dept. 010  
Oak Brook, Illinois 60523-1928

Dear Mr. Krulewitch:

I am writing you on behalf of the Sisters of Saint Francis, Rochester, Minnesota, to co-file the stockholder resolution titled "Phase Out Routine Use of Antibiotics" with the Congregation of the Benedictine Sisters of Boerne, Texas, as the primary filers.

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

I am hereby authorized to notify you of our intention to co-file this shareholder resolution. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934.

As verification that we are beneficial owners of stock in McDonald's, I enclose a letter from Morgan Stanley. It is our intention to keep these shares in our portfolio at least until after the annual meeting.

We hope that this issue can be resolved so that we will find it possible to withdraw the resolution. We are willing to dialogue with you on this matter in an effort to find common ground. Please let us know if this is a possibility.

Sincerely,

  
Sister Betty Kenny, OSF  
Corporate Responsibility Program

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and *this number is still increasing*. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

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**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.

Wealth Management  
8300 Norman Center Drive  
Suite 1150  
Bloomington, MN 55437

Morgan Stanley

December 1, 2017

Ms. Gloria Santona  
Corporate Secretary  
McDonald's Corporation  
2111 McDonald's Dr  
Oak Brook, IL 60523

RE: Ownership of McDonald's Common Stock

Dear Ms. Santona:

This letter verifies that the Academy of Our Lady of Lourdes owns and holds in their Morgan Stanley account 40 shares of McDonald's Common Stock. These shares were purchased in September of 2009. The shares are held long in the Academy of Our Lady of Lourdes account at Morgan Stanley.

If further information is required, please do not hesitate to contact me.

Sincerely,



Linda Becker  
Business Service Manager  
Morgan Stanley Wealth Management  
8300 Norman Center Drive  
Suite 1150  
Bloomington, MN 55437  
Phone: 952-921-1996  
EFax: 651-389-9311

From: Ludy Siongco [<mailto:siongcol2@csjorange.org>]  
Sent: Monday, December 18, 2017 11:41 AM  
To: Corporate Secretary <[corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)>  
Cc: Marie Gaillac  
Subject: Co-filing

Ludy Siongco  
Sisters of St. Joseph of Orange  
480 S. Batavia St.  
Orange, CA 92868  
(714) 633-8121 Ext. 7729



December 14, 2017

Jennifer Card  
Senior Counsel –  
Securities, Governance and Corporate  
McDonald's Corporation  
2915 Jorie Blvd.  
Oak Brook, Illinois 60523

The Sisters of St. Joseph of Orange writes this letter to co-file the attached stockholder resolution titled **Phase Out Routine Use of Antibiotics**, filed by the Congregation of the Benedictine Sisters of Boerne, Texas

We submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of at least \$2,000 worth of McDonald's Corporation shares.

We have been continuous shareholders for one year of \$2,000 in market value of McDonald's stock and will continue to hold at least \$2,000 of McDonald's stock through the next annual meeting. Verification by the custodian of our ownership position is enclosed. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

The contact person for this resolution is Sr. Susan Miika, OSB, Congregation of Benedictine Sisters, Boerne TX, phone: 210-348-6704, email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com) who will act on our behalf

Sincerely,



Sister Mary Bernadette McNulty, CSJ  
Treasurer  
Sisters of St. Joseph of Orange

## 2018 Phase Out Routine Use of Antibiotics

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

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Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



December 14, 2017

Sisters of St. Joseph of Orange  
480 S Batavia St  
Orange, CA 92868

Account #: \*\*\*  
Questions: 1-877-561-1918 x 34670

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**Here is the account information you requested.**

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Dear Lourdes Siongco,

I'm writing to confirm that 28.5432 shares of McDonalds Corp (symbol MCD) are held in the above referenced account for Sisters of St Joseph of Orange. Lourdes C Siongco, Sharon Lynn Ann Becker, and Mary Bernadette McNulty are the authorized agents for this account.

As of the date of this letter, shares have been continuously held in this account for more than one year. The shares have maintained a value of at least \$2,000.00 during this period.

This letter is for informational purposes only and is not an official record. Please refer to your statements and trade confirmations as they are the official record of your transactions.

**Thank you for choosing Schwab.** We appreciate your business and look forward to serving you in the future. If you have any questions, please call me or any Client Service Specialist at 1-877-561-1918 x 34670.

Sincerely,

*Seth Collins*

Seth Collins  
Operations Help Desk  
2423 E Lincoln Dr  
Phoenix, AZ 85016-1215

**From:** [Sister Lynn McKenzie](#)  
**To:** [Corporate Secretary; Card Jennifer](#)  
**Cc:** [tonetteosb@shmon.org](mailto:tonetteosb@shmon.org)  
**Subject:** shareholder resolution  
**Date:** Thursday, December 14, 2017 12:49:49 PM  
**Attachments:** [207.McDonalds.UBS letter confirming stock share ownership.12-4-17.pdf](#)  
[2017.McDonalds letter wtih resolution.12-14-17.pdf](#)

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Dear Mr. Krulewitch and Ms. Card,

Attached please find 2 attachments:

1. Letter of December 14, 2017 from Sister Tonette Sperando, President of the Benedictine Sisters of Cullman, Alabama co-filing a stockholder resolution on Phase out Routine Use of Antibiotics. Together with Sister Tonette Sperando's letter is the text of the resolution itself.
2. Letter of December 14, 2017 from UBS Financial Services, custodian of the stock of the Benedictine Sisters of Cullman, AL confirming that the Benedictine Sisters have held in excess of \$2,000 value of McDonald's shares for more than one year. UBS' DTC number is included there.

If you have any question about this letter and shareholder resolution, please direct the questions to me.

Wishing you well in these days of December as we approach Christmas.

Sincerely,

S. Lynn Marie McKenzie, OSB  
Benedictine Sisters of Cullman, Alabama  
Sacred Heart Monastery  
916 Convent Road NE  
Cullman AL 35055  
(256) 615-6115 (o)  
(256) 775-9258 (fax)  
[Lynnmckenzieosb@gmail.com](mailto:Lynnmckenzieosb@gmail.com)



**BENEDICTINE**  
**SISTERS** SACRED HEART MONASTERY  
in CULLMAN, ALABAMA

916 Convent Road NE, Cullman, AL 35055 ~ [www.shmon.org](http://www.shmon.org) ~ (256)734-4622

December 14, 2017

Jerry Krulewitch  
Corporate Secretary  
McDonald's Corporation  
2915 Jorie Blvd.  
Oak Brook, Illinois 60523

Email: [corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)  
[jennifer.card@us.mcd.com](mailto:jennifer.card@us.mcd.com)

Dear Mr. Krulewitch:

I am writing you on behalf of **Benedictine Sisters of Cullman, Alabama, Inc.**, to co-file the stockholder resolution on Phase Out Routine Use of Antibiotics. In brief, the proposal states **RESOLVED**, shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

I am hereby authorized to notify you of our intention to co-file this shareholder proposal with the Congregation of Benedictine Sisters of Boerne, Texas. I submit it for inclusion in the 2018 proxy statement for consideration and action by the shareholders at the 2018 annual meeting in accordance with Rule 14-a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. We are the beneficial owner, as defined in Rule 13d-3 of the Securities Exchange Act of 1934, of **155** of McDonald's Corp. shares which is worth well in excess of \$2,000 worth of the shares.

We have been a continuous shareholder for one year of \$2,000+ in market value of McDonald's Corporation stock and will continue to hold at least \$2,000 of McDonald's Corporation stock through the next annual meeting. Verification of our ownership position will be sent by our custodian, UBS Financial Services. A representative of the filers will attend the stockholders' meeting to move the resolution as required by SEC rules.

We truly hope that the company will be willing to dialogue with the filers about this proposal. We consider the Congregation of Benedictine Sisters of Boerne, Texas the lead filer of this resolution and as so, is authorized to act on our behalf in all aspects of the resolution including negotiation and withdrawal.

Please note that the contact person for this resolution/proposal will be Sr. Susan Mika of the Congregation of Benedictine Sisters of Boerne, Texas who may be reached by phone 210-348-6704 or by email: [snmika2010@gmail.com](mailto:snmika2010@gmail.com).

As a co-filer, however, we respectfully request direct communication from the company and to be listed in the proxy.

Sincerely,

Sister Tonette Sperando, President

## **Phase Out Routine Use of Antibiotics 2018 – McDonald's Corp.**

**RESOLVED:** Shareholders request that the Board update the 2015 McDonald's Global Vision for Antimicrobial Stewardship in Food Animals by setting global sourcing targets with timelines for pork and beef raised without the use of medically-important antibiotics for disease prevention purposes.

### **WHEREAS:**

The World Health Organization (WHO) and the U.S. Centers for Disease Control and Prevention report that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

Over 70% of medically important antibiotics in the U.S. are sold for livestock use (U.S. Food and Drug Administration, 2016) and this number is still increasing. Antibiotic use in livestock is often used to prevent illness caused by unhealthy conditions on farms, rather than to treat diagnosed illness.

The more that antibiotics are used, the faster antibiotic-resistant bacteria evolve. If no action is taken, antibiotic resistance could cause 300 million premature deaths and up to \$100 trillion in global economic damage by 2050. (Review on Antimicrobial Resistance)

In November 2017, WHO released guidelines on the use of medically important antibiotics in animals, "strongly recommend[ing] an overall reduction in the use of all classes of medically important antibiotics in food-producing animals, including complete restriction of these antibiotics for growth promotion and disease prevention without diagnosis."

McDonald's has phased out medically important antibiotics in its U.S. chicken supply chains and issued a policy to phase out the "highest priority critically important antimicrobials" in its global chicken supply in 2018. However, McDonald's has not committed to a similar sourcing policy for beef or pork.

In its annual report, McDonald's acknowledges continued business success "depends on our System's ability to anticipate and respond effectively to continuously shifting consumer demographics, trends in food sourcing, food preparation and consumer preferences in the IEO segment."

Competitors Panera Bread and Chipotle Mexican Grill already serve beef and pork raised without routine use of antibiotics. Subway has committed to similar standards that will be fully implemented by 2025. U.S. producers including Tyson, Applegate and Niman Ranch supply beef and pork raised without antibiotics. Failure to offer meat raised with minimal antibiotics endangers McDonald's market share.

Farm Animal Investment Risk and Return (FAIRR)'s \$2.8trillion investor network has called on McDonald's to minimize the use of medically important antibiotics in its global beef and pork supply chains, warning that reckless antibiotic use jeopardizes global health, as well as McDonald's brand.

Last year, 31% of our Company's shares voted (counting votes for and against) supported this proposal. However, the Company has taken no substantive action to address this issue.

McDonald's already claims to be "helping lead a global movement for beef sustainability". However, antibiotics are not mentioned once in McDonald's "Beef Sustainability Report".

**SUMMARY:** Given growing health concerns, changing consumer preferences, and industry trends, shareholders would benefit from more detailed plans by McDonald's to minimize medically important antibiotic use in its beef and pork supply chains.



UBS Financial Services Inc.  
816 A1A North, Suite 300  
Ponte Vedra Beach, FL 32082

Confirmation

Jerry Krulewitch  
Corporate Secretary  
McDonald's Corporation  
2915 Jorie Blvd.  
Oak Brook, Illinois 60523  
Email: [corporatesecretary@us.mcd.com](mailto:corporatesecretary@us.mcd.com)  
[jennifer.card@us.mcd.com](mailto:jennifer.card@us.mcd.com)

December 14, 2017

## Confirmation: Information regarding the account of

---

The following client has requested UBS Financial Services Inc. to provide you with a letter of information to confirm their banking relationship with our firm.

**Benedictine Sisters of Cullman, Alabama** have been a valued client of ours since November 26, 2008 and as of the close of business on December 14, 2017, their accounts hold **155 shares of McDonalds Corporation / Common shares at UBS Financial Services Inc. / DTC #0221**, with a value of over \$25,000. These shares have been held for more than one year.

Please be aware this account is a securities account, not a "bank" account. Securities, mutual funds and other non-deposit investment products are not FDIC-insured or bank guaranteed and are subject to market fluctuation. The assets in the account, including cash balances, may also be subject to the risk of withdrawal and transfer.

### Questions

If you have any questions about this information, please contact Chris Dunne, Financial Advisor, at 904-280-6036.

UBS Financial Services is a member firm of the Securities Investor Protection Corporation (SIPC).

  
Susan Grandstaff  
Market Administrative Officer

**EXHIBIT B**

# McDonald's Global Vision for Antimicrobial Stewardship in Food Animals\*

## *"Preserving antimicrobial effectiveness in the future through ethical practices today"*

As the body of scientific evidence grows, and scientific consensus emerges, we recognize the importance of continuing to evolve our position on antimicrobial use. In 2014, McDonald's assembled a team of experts from around the world to study, debate and comment on antimicrobial use in food animals. These experts represented veterinarians, physicians, academicians, clinical pharmacologists, epidemiologists, ethicists, animal health and welfare experts and other food animal production experts, and developed recommendations for antimicrobial stewardship in food animals, building on McDonald's 2003 global policy on antibiotic use in food animals.

We anticipate the body of knowledge on antimicrobial use in food animals and its impact on antimicrobial resistance in animal and human populations will continue to evolve. As a global enterprise conducting business in more than 100 countries, we also understand the complexities of different global industry structures, government bodies and regulations, and regulatory oversight where we conduct business, making it difficult to implement a single approach that has the same impact globally. It is our intent to work with governments, non-government organizations (NGOs), veterinary and university extension networks, industry leaders and retailers in roundtables to gain alignment and identify paths forward.

Our vision for antimicrobial stewardship is "*Preserving antimicrobial effectiveness in the future through ethical practices today*".

To achieve this vision, the guiding principles for judicious use of antimicrobials should be understood, implemented and verified on all farm operations raising food animals (see Appendix I). Second, meaningful veterinary oversight is imperative when antimicrobial use is required to maintain the health and welfare of animals. Third, we support the World Health Organization's (WHO) characterization of critically, highly and important antimicrobials in human medicine (see Appendix II). We acknowledge antimicrobials differ in terms of their importance in both human and animal health care, and those differences were considered. Four criteria have been outlined to guide our work and will serve as goals for our supply chain:

- I. Prohibit the use of antimicrobials in food animals that are by WHO definition "critically important" to human medicine, and not presently approved for veterinary use.
- II. Classes of antimicrobials that are currently approved as dual use (for use in both human and veterinary medicine) for treatment or prevention of animal disease can only be used in conjunction with a veterinary-developed animal health care program.
- III. Prohibit the use of any medically important antimicrobials for growth promotion in food animals, as defined by WHO.
- IV. Utilize animal production practices that reduce, and where possible eliminate, the need for antimicrobial therapies and adopt existing best practices and/or new practices that would result in subsequent reductions of antimicrobial use. Successful strategies will be shared broadly.

McDonald's recognizes the importance of decisions made by beef, pork, poultry, dairy and egg producers in managing the animals entrusted to their care. We are familiar with the extensive educational support and producer collaboration that has been developed and implemented in many areas of the world, and where industry trade groups have localized quality assurance programs that focus on continuous improvement through education and collaboration. We strongly support the implementation of all education, training and outreach programs and seek the development of verification programs for judicious antimicrobial use in all species to achieve our vision for antimicrobial stewardship.

McDonald's has prioritized the following initial areas of focus:

1. Establish principles and criteria for antimicrobial use
2. Develop field projects, as needed, to serve as Centers of Innovation (i.e. demonstration farms) for each species in an effort to demonstrate the benefits of judicious antimicrobial use
3. Develop methods to verify judicious antimicrobial use and establish goals for measuring progress.

\* Food animal(s) are defined in this document as beef, pork, poultry, dairy and eggs. See Appendix III.

We will achieve these priorities by elevating the conversation through stakeholder engagement in each area of the world where we do business, seeking alignment on principles and criteria for antimicrobial use and develop specific action plans and timelines for each species.

McDonald's will verify antimicrobial use in supply chains where we have dedicated supply (supplier relationships and supply chain visibility of the animals/birds). Dedicated suppliers will maintain records of antimicrobial use and document compliance which will be verified by third party audits. Where we don't have dedicated supply, we will work within each area of the world with stakeholders, including suppliers, industry partners, government agencies, NGOs, veterinary and university extension networks, and other retailers to gain alignment on expectations and developing timelines for implementation and verification criteria that would reduce the use of medically-important antimicrobials in food animals.

Through this collaboration, if changes are warranted, we will update this document or draft a new policy.

## Appendix I. Guiding Principles for Judicious Use of Antimicrobial Drugs

The judicious use of antimicrobial drugs is the foundation of McDonald's Global Vision for Antimicrobial Stewardship in Food Animals.

The following principles of judicious use draw from existing frameworks including the World Veterinary Association's *Prudent Use of Antibiotics Global Basic Principles* and the American Veterinary Medical Association's *Judicious Therapeutic Use of Antimicrobials General Principles*.

- 1. People first:** Antimicrobial drugs that are approved for both human and food animal use may be used in food animals for disease treatment or prevention only in accordance with applicable regulatory requirements and after thorough consideration of alternatives, including the use of antimicrobial drugs belonging to classes not used in human medicine.
- 2. Quality and safety:** McDonald's is committed to ensuring wholesome and safe food for our customers. Safe food is McDonald's number one priority and is central to all company operations.
- 3. Animal health and welfare:** Treating animals with care is integral to McDonald's animal health and welfare program. Disease prevention strategies, such as good husbandry and hygiene, routine health monitoring, immunization, and other preventative options should be emphasized before the use of antimicrobial drugs.
- 4. Antimicrobial drugs for animals:** Judicious use of antimicrobial drugs is an integral part of an overall animal health and welfare program. These principles do not preclude the judicious use of antimicrobial drugs to treat or, where appropriate, prevent disease.
- 5. Veterinary Oversight:** Veterinary oversight through a valid veterinary client patient relationship is core to judicious use of antimicrobials. Antimicrobials shall be used in accordance with applicable regulatory requirements, and shall be used only in accordance with the product license requirements and as directed by a veterinarian.
- 6. Limit exposure:** Antimicrobial drug use should be confined to appropriate clinical indications. Exposure to antimicrobial drugs for disease treatment or prevention should be minimized by limiting treatment to ill animals or animals at risk of a specific disease. The use of antimicrobial drugs for disease prevention should be regularly reassessed by a veterinarian. Extra-label therapies\* must be prescribed only after other antimicrobial treatment options have been exhausted, and must be prescribed in accordance with the most up-to-date laws and regulations that govern drug use. \*Extra-label therapies are defined as when the drug is used not in accordance with labelled directions. This includes but is not limited to a different dosage, time interval, route/application method, clinical indication, or species.
- 7. Record keeping:** Accurate records of treatment and outcome should be used to evaluate antimicrobial regimen. Identify, track and maintain medication and treatment records for all treated animals.

## Appendix II. World Health Organization List of Medically Important Antimicrobials

- Classes of antimicrobial drugs that are by WHO definition “critically important” to human medicine (those antimicrobial drugs which meet both Criterion 1 and Criterion 2 defined in *3<sup>rd</sup> Revision 2011 Critically Important Antimicrobials for Human Medicine*), and not presently approved for use in food animals, **will be prohibited for use in food animals in McDonald’s Supply Chain**. As specific examples, the following categories of antimicrobial drugs, as well as any new classes of antimicrobial drugs developed for human therapy and which are not approved for use in food animals, are prohibited from use in food animals in the McDonald’s supply chain.
  - **Lipopeptides**
  - **Oxazolidinones**
  - **Glycopeptides**
  - **Carbapenems**
  - **Third (or newer) generation tetracyclines** (e.g., glycylicyclines)
  - **Fifth (or newer) generation Cephalosporins** (e.g., ceftaroline)
- Antivirals
  - *Note: While antivirals do not meet the standard definition of an antimicrobial drug as used in this document, the use of these drugs in food animals is not acceptable to McDonald’s, pending evaluation of their safety, especially related to viral resistance.*
- For those classes of antimicrobial drugs identified as critically important to human medicine, **and currently approved for food animal use** (as defined in the *OIE List of Antimicrobials of Veterinary Importance*), use in food animal health care is contingent on local regulations, as well as veterinary authorization (after confirmation of diagnosis) or use under a veterinary care program developed in conjunction with and approved by a herd/flock veterinarian. McDonald’s encourages veterinarians and producers worldwide to rely on husbandry practices, rather than antimicrobials to prevent disease in food animals.

## Medically Important Antimicrobials Listed by the World Health Organization

### CRITICALLY IMPORTANT ANTIMICROBIALS

- |  |                             |   |
|--|-----------------------------|---|
| • Aminoglycosides  | • Glycopeptides*            | • Oxazolidinones  |
| • Carbapenems and other penems                                     | • Glycylcyclines            | • Penicillins (natural, aminopenicillins, and antistaphylococcal)         |
| • Cephalosporins (3 <sup>rd</sup> and 4 <sup>th</sup> generation)* | • Lipopeptides              | • Polymyxins  |
| • Cyclic esters  | • Macrolides* and ketolides | • Rifamycins  |
| • Flouro- and other quinolones*                                    | • Monobactams               | • Drugs used solely to treat tuberculosis or other mycobacterial diseases |

\* Designated by the WHO as “Highest Priority Critically Important Antimicrobials.”

### HIGHLY IMPORTANT ANTIMICROBIALS

- |   |                                    |   |
|---|------------------------------------|---|
| • Aminopenicillins  | • Penicillins (Antistaphylococcal) | • Streptogramins  |
| • Amphenicols   | • Pleuromutilins                   | • Sulfonamides, Dihydrofolate reductase inhibitors and combinations |
| • Cephalosporins (1 <sup>st</sup> and 2 <sup>nd</sup> generation) and cephamycins | • Pseudomonic acids                | • Sulfones  |
| • Lincosamides  | • Riminofenazines                  | • Tetracyclines   |
|   | • Steroid antibacterials           |   |

### IMPORTANT ANTIMICROBIALS

- Aminocyclitols
- Cyclic polypeptides
- Nitrofurazones
- Nitroimidazoles

## Appendix III. Definitions

**Antimicrobial drug:** This document references the WHO definition of any substance of natural, synthetic, or semisynthetic origin which at low concentrations kills or inhibits the growth of micro-organisms but causes little or no host damage. **This definition includes antimicrobials**, but excludes anticcocidials, disinfectants and antiseptics, metals such as zinc, and other compounds such as natural oils.

*Clarification for Ionophores: Ionophores meet the definition of both an antimicrobial and an anticcocidial. They are not classified as medically important by current global consensus. This document addresses those antimicrobial drugs which are medically important.*

**Antimicrobial resistance (AMR):** Antimicrobial resistance (AMR) is resistance of a microorganism to an antimicrobial drug that was originally effective for treatment of infections caused by it. Resistance should be based on clinical standards approved by organizations such as the Clinical and Laboratory Standards Institute (CLSI) or the European Committee on Antimicrobial Susceptibility Testing (EUCAST).

**Food Animals:** This document applies to beef, poultry, pork, dairy and eggs purchased by McDonald's.

**Veterinarian:** Referencing OIE's definition, "*Veterinarian refers to a person with appropriate education, registration or licensed by the relevant veterinary statutory body of a country to practice veterinary medicine/science in that country*"

**Medically Important Antimicrobials:** The designation of medically-important antimicrobial drugs in this document is based on the WHO Advisory Group on Integrated Surveillance of Antimicrobial Resistance (AGISAR) publication entitled *Critically Important Antimicrobials for Human Medicine, 3<sup>rd</sup> revision, 2011*. This document considers medically important to include antimicrobial drugs listed as critically important, highly important, and important in the WHO AGISAR publication (see Appendix II). It also includes any new class of antimicrobial drugs developed for human therapy.

**Antimicrobial Stewardship:** "*Preserving antimicrobial effectiveness in the future through ethical practices today*"

Antimicrobial stewardship refers to coordinated interventions designed to improve and measure the appropriate use of antimicrobials by promoting the selection of the optimal antimicrobial drug regimen, dose, duration of therapy, and route of administration. Antimicrobial stewards seek to achieve optimal outcomes related to antimicrobial use, minimize toxicity and other adverse events, reduce the costs of health care for infections, and limit the selection for antimicrobial resistant strains. We support all the efforts of stewardship in human medicine and extend them to include the judicious use of antimicrobials in food animal medicine

**Intent of use:** Three categories of use are referred to in this document. They are **Treatment, Prevention, and Growth Promotion**. These definitions are adapted from the *Codex Alimentarius Code of Practice to Minimize and Contain Antimicrobial Resistance. CAC/RCP 61-2005*.

**Disease Treatment/Therapeutic Use:** Treatment/therapeutic use refers to the use of antimicrobial drug(s) for the specific purpose of treating an animal(s) with a clinically diagnosed infectious disease or illness.

**Disease Prevention/Prophylactic Use\*:** Prevention/prophylactic use refers to the use of an antimicrobial drug(s) in healthy animals considered to be at risk of infection or prior to the onset of clinical infectious disease. This includes:

- Control of the dissemination of a clinically diagnosed infectious disease identified within a group of animals, and
- Prevention of an infectious disease that has not yet been clinically diagnosed. The disease threat must be established by a veterinarian, the antimicrobial drug used only for the time period in which the threat exists, and alternative methods to eliminate the disease threat constantly reviewed.

*\*The term "prevention" includes both prevention and control as well as other terms including prophylaxis, metaphylaxis, mass-medication, and mass-treatment.*

**Growth Promotion:** Growth Promotion refers to the use of an antimicrobial drug to increase the rate of weight gain and/or the efficiency of feed utilization in animals by other than purely nutritional means. Growth promotion is considered to be any use of an antimicrobial drug which does not meet the above definitions for treatment or prevention.