

Manzone Lisa
 Form 4
 November 05, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Manzone Lisa

(Last) (First) (Middle)

MCCORMICK & COMPANY,
 INCORPORATED, 24 SCHILLING
 ROAD, SUITE 1

(Street)

HUNT VALLEY, MD 21031

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 MCCORMICK & CO INC [MKC]

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/05/2018

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Sr. VP Global Human Relations

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V Amount Price			
Common Stock - Voting	11/05/2018		M	2,400	A \$ 54.24	8,345	D	
Common Stock - Voting	11/05/2018		S	2,400	D \$ 144.5563	5,945	D	
Common Stock - Voting	11/05/2018		M	3,600	A \$ 71.6	9,545	D	
Common Stock - Voting	11/05/2018		S	3,600	D \$	5,945	D	

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Stock - Voting						144,5404	
Common Stock - Voting	11/05/2018		M	3,600	A	\$ 71.1	9,545 D
Common Stock - Voting	11/05/2018		S	3,600	D	\$ 144.7744	5,945 D
Common Stock - Non Voting							868 D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Common Stock - Voting	0
Options - Right to Buy	\$ 54.24	11/05/2018		M	2,400	03/28/2013	03/27/2022	Common Stock - Voting	2,400
Options - Right to Buy	\$ 71.6	11/05/2018		M	3,600	04/03/2014	04/02/2023	Common Stock - Voting	3,600
Options - Right to Buy	\$ 71.1	11/05/2018		M	3,600	03/26/2015	03/25/2024	Common Stock - Voting	3,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Manzone Lisa MCCORMICK & COMPANY, INCORPORATED 24 SCHILLING ROAD, SUITE 1 HUNT VALLEY, MD 21031			Sr. VP Global Human Relations	

Signatures

Jason E. Wynn,
Attorney-in-fact

11/06/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each share of phantom stock represents the right to receive one share of Common Stock - Voting. Shares of phantom stock are payable in shares of Common Stock - Voting in accordance with the terms of the Non-Qualified Retirement Savings Plan.
- (2) Option Exercised.

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