

HRABOWSKI FREEMAN A III
Form 4
January 31, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
HRABOWSKI FREEMAN A III

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

MCCORMICK & COMPANY,
INCORPORATED, 124
SCHILLING ROAD, SUITE 1

3. Date of Earliest Transaction
(Month/Day/Year)
01/14/2019

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

HUNT VALLEY, MD 21031

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|------------|---|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock - Voting | 01/14/2019 | | J ⁽¹⁾ | V | 81.203 | A | \$ 139.7593 | 38,342.515 | D |
| Common Stock - Voting | 01/30/2019 | | M | | 3,750 | A | \$ 29.89 | 42,092.515 | D |
| Common Stock - Voting | 01/30/2019 | | F | | 924 | D | \$ 121.335 | 41,168.515 | D |
| Common Stock - Voting | 01/14/2019 | | J ⁽¹⁾ | V | 10.837 | A | \$ | 5,204.022 | D |

Edgar Filing: HRABOWSKI FREEMAN A III - Form 4

| | | | | | | | |
|------------------------------------|------------|--|---|-------|---|------------|-------------|
| Stock - Non Voting | | | | | | 139.7593 | |
| Common Stock - Non Voting | 01/30/2019 | | M | 1,250 | A | \$ 29.89 | 6,454.022 D |
| Common Stock - Non Voting | 01/30/2019 | | F | 308 | D | \$ 121.335 | 6,146.022 D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock | (1) | 01/14/2019 | | J | V 48.779 | (1) | (1) | Common Stock - Voting | 48.7 |
| Option - Right to Buy | \$ 29.89 | 01/30/2019 | | M | 3,750 | 03/25/2010 | 03/24/2019 | Common Stock - Voting | 3,750 |
| Option - Right to Buy | \$ 29.89 | 01/30/2019 | | M | 1,250 | 03/25/2010 | 03/24/2019 | Common Stock - Non Voting | 1,250 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HRABOWSKI FREEMAN A III
MCCORMICK & COMPANY, INCORPORATED
124 SCHILLING ROAD, SUITE 1
HUNT VALLEY, MD 21031

X

Signatures

Jason E Wynn,
Attorney-in-fact 01/31/2019

__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) Dividend Reinvestment
 - (2) Option Exercised.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.