

MCCORMICK & CO INC  
Form 4  
April 06, 2005

**FORM 4**

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

OMB APPROVAL

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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 \*  
**DAVEY ROBERT G**  
  
(Last) (First) (Middle)  
  
**MCCORMICK & COMPANY,  
INCORPORATED, 18 LOVETON  
CIRCLE**

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

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**04/04/2005**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive Vice President**

(Street)  
  
**SPARKS, MD 21152**

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock - Voting           | 04/04/2005                           |  | M                              |   | 25,000  | A  | \$ 17.84  |
| Common Stock - Voting           | 04/04/2005                           |  | S                              |   | 25,000  | D  | \$ 34.3   |
| Common Stock - Voting           | 04/05/2005                           |  | M                              |   | 22,500  | A  | \$ 17.84  |
| Common Stock - Voting           | 04/05/2005                           |  | S                              |   | 22,500  | D  | \$ 34.37  |
| Common Stock - Voting           |                                      |  |                                |   |   |  | 12,012.426  |
|                                 |                                      |  |                                |   |   |  | (1)   |
|                                 |                                      |  |                                |   |   |  | Profit Sharing  |

Plan

|                              |            |   |       |   |             |       |   |
|------------------------------|------------|---|-------|---|-------------|-------|---|
| Common Stock<br>- Non Voting | 04/05/2005 | M | 5,000 | A | \$<br>17.84 | 7,757 | D |
| Common Stock<br>- Non Voting | 04/05/2005 | S | 5,000 | D | \$<br>34.37 | 2,757 | 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.**

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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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares |
| Option - Right to Buy                      | \$ 17.84   | 04/04/2005                           |  | M                              | 25,000  | 01/23/2002 01/22/2011                                    | Common Stock- Voting  | 25,000                     |
| Option - Right to Buy                      | \$ 17.84   | 04/05/2005                           |  | M                              | 22,500  | 01/23/2002 01/22/2011                                    | Common Stock - Voting   | 22,500                     |
| Option - Right to Buy                      | \$ 17.84   | 04/05/2005                           |  | M                              | 5,000   | 01/23/2002 01/22/2011                                    | Common Stock - Non Voting                                     | 5,000                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| DAVEY ROBERT G<br>MCCORMICK & COMPANY, INCORPORATED<br>18 LOVETON CIRCLE<br>SPARKS, MD 21152 | X             |           | Executive Vice President |       |

## Signatures

W. Geoffrey Carpenter,  
Attorney-in-Fact

04/06/2005

\_\_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).

Shares held in the McCormick Profit Sharing Plan as of 11/30/2004. The reporting person owns units in the McCormick Stock Fund in

(1) the Profit Sharing Plan and the number of shares reported as beneficially owned is based on the reporting person's pro rata interest in the net value of the McCormick Stock Fund on the date indicated.

- (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.

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