MCCORMICK & CO INC

Form 4 April 23, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

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response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * PRESTON MARGARET M V			Symbol	Name and		C	5. Relationship of Reporting Person(s) to Issuer			
			MCCOR	MICK &	COINC	[MKC]	(Check all applicable)			
(Last)	(First) (M		3. Date of Earliest Transaction							
Magazh May a gol miliya			(Month/Da	_			X Director Officer (given)		6 Owner er (specify	
MCCORMICK & COMPANY, INCORPORATED, 18 LOVETON CIRCLE			04/20/20	015			below)	below)	or (specify	
	(Street)	4. If Amen	dment, Date	e Original		6. Individual or Joint/Group Filing(Check				
				h/Day/Year)	Ü		Applicable Line) _X_ Form filed by One Reporting Person			
SPARKS, M						Form filed by More than One Reporting Person				
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of							of, or Beneficially Owned		
1.Title of Security (Instr. 3)	any		ned n Date, if Day/Year)	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) or 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)	
Common Stock - Voting						(-)	17,703	D		
Common Stock - Non Voting							4,990	D		

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

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number.

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. Transa Code (Instr.		5. Number of onDerivative 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
Phantom Stock	(1)	04/20/2015		J	V	44.2818		(1)	<u>(1)</u>	Common Stock - Voting	44.2818

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PRESTON MARGARET M V MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152



Signatures

Jason E. Wynn, Attorney-in-fact

04/23/2015

**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

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.

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