## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this hav if no longer subject to
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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	IVAL
OMB Number:	3235-0287
Estimated average burd	en
hours per response:	0.5

1. Name and Address of Reporting Person <sup>*</sup> Manzone Lisa			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MCCORMICK &amp; CO INC</u> [ MKC ]		ationship of Reporting Pe < all applicable) Director	10% Owner	
			-	_ X	Officer (give title below)	Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		,	,	
MCCODMI		IY, INCORPORATED	07/10/2018		Sr. VP Global Human Relations		
	CK & COMPAN	I, INCORPORATED					
18 LOVETC	ON CIRCLE						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	vidual or Joint/Group Fili	ng (Check Applicable	
(Stroot)				Line)			
(Street)				X	Form filed by One Reporting Person		
SPARKS	MD	21152			Form filed by More th	an One Benerting	
			-		Person	an one Reporting	
(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)	Code (	Transaction Dispose Code (Instr.		Acquired (D) (Instr	(A) or .3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)	
Common Stock - Voting	07/10/2018		М		2,800	Α	\$47.4	7,720	D		
Common Stock - Voting	07/10/2018		F		1,775	D	\$119.705	5,945	D		
Common Stock - Non Voting								868	D		

#### 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 ( 8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	(1)							(1)	(1)	Common Stock - Voting	0		634.5013	I	Non- Qualified Retirement Savings Plan
Options - Right to Buy	\$47.4	07/10/2018		М			2,800	03/30/2012	03/29/2021	Common Stock - Voting	2,800	\$0 <sup>(2)</sup>	0	D	

Explanation of Responses:

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.

Remarks:

### Jason E. Wynn, Attorney-in-

<u>fact</u>

07/11/2018

\*\* Signature of Reporting Person Date

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

\* 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).

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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