| SEC Form 4 | |
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FORM 4

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

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

| OMB APPROVAL | | | | | | | | | |
|------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average burg | len | | | | | | | | |
| hours per response: | 0 5 | | | | | | | | |

| 1. Name and Address of Reporting Person [*] Rimmer Nneka Louise | | | 2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|---------------------|-----------------|--|--|----------------------------------|----------------------|--|--|--|
| <u>Rimmer</u> | <u>vneka Louise</u> | | () | | Director | 10% Owner | | | |
| | | | | | Officer (give title | Other (specify | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | below) | below) | | | |
| | | () | 03/29/2017 | | Sr. VP Corp Strateg | gy & Develop | | | |
| MCCORMI | ICK & COMPAN | Y, INCORPORATED | 00/2017 | | 1 0 | 50 I | | | |
| 18 LOVETO | ON CIRCLE | | | | | | | | |
| - | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv | /idual or Joint/Group Fili | ng (Check Applicable | | | |
| (Ctreat) | | | | Line) | | | | | |
| (Street) | | | | x | Form filed by One Re | porting Person | | | |
| SPARKS | MD | 21152 | | | , | | | | |
| | | | | | Form filed by More the 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) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 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 | | | | | | | | 622 | 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) | | 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 | | | | |
| Options - Right to Buy | \$98.05 | 03/29/2017 | | A | | 7,099 | | (1) | 03/28/2027 | Common Stock - Voting | 7,099 | \$0 | 7,099 | D | |

Explanation of Responses:

1. The option grant becomes exercisable in thirds at each of the first three (3) grant anniversaries.

Remarks:

Jason E. Wynn, Attorney-in-

fact

03/31/2017

** Signature of Reporting Person

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

 \ast 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.

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 Number.

Date