

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <b>Foley Brendan M</b>			2. Issuer Name and Ticker or Trading Symbol <b>MCCORMICK &amp; CO INC [ MKC ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President Global Consumer</b>		
(Last) (First) (Middle) <b>MCCORMICK &amp; COMPANY, INCORPORATED</b> <b>24 SCHILLING ROAD, SUITE 1</b>			3. Date of Earliest Transaction (Month/Day/Year) <b>03/15/2020</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street) <b>HUNT VALLEY MD 21031</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(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	03/15/2020		M		1,144	A	(1)	18,576.814	D	
Common Stock - Voting	03/15/2020		F		553	D	\$132.835	18,023.814	D	
Common Stock - Voting	03/15/2020		M		932	A	(1)	18,955.814	D	
Common Stock - Voting	03/15/2020		F		451	D	\$132.835	18,504.814	D	
Common Stock - Non Voting								206.293	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. 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 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					
Phantom Stock	(2)							(2)	(2)	Common Stock - Voting	0	1,614.6933	I	Non-Qualified Retirement Savings Plan
Restricted Stock Units	(1)	03/15/2020		M		1,144		(3)	(3)	Common Stock - Voting	1,144	\$0(4)	1,145	D
Restricted Stock Units	(1)	03/15/2020		M		932		(5)	(5)	Common Stock - Voting	932	\$0(6)	1,866	D

**Explanation of Responses:**

1. Restricted Stock Units; no purchase price required.
2. 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.
3. The Restricted Stock Units vest in thirds over a three year period beginning March 15, 2019, March 15, 2020 and March 15, 2021.
4. Restricted Stock Units granted on March 28, 2018.
5. The Restricted Stock Units vest in thirds over a three year period beginning March 15, 2020, March 15, 2021 and March 15, 2022.
6. Restricted Stock Units granted on March 27, 2019.

**Remarks:**

Jason E. Wynn, Attorney-in-Fact      03/17/2020

\*\* 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.

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.