

UNITED STATES SECURITIES AND EXCHANGE
COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Foust Andrew</u> (Last) (First) (Middle) <u>24 SCHILLING ROAD</u> <u>SUITE 1</u> (Street) <u>HUNT VALLEY MD 21031</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>06/30/2023</u>	3. Issuer Name and Ticker or Trading Symbol <u>MCCORMICK & CO INC [MKC]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Americas</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		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	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock - Voting</u>	<u>2,633.978</u>	<u>D</u>	
<u>Common Stock - Non Voting</u>	<u>313.106</u>	<u>D</u>	

Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Options - Right to Buy</u>	<u>03/27/2020⁽¹⁾</u>	<u>03/27/2029</u>	<u>Common Stock - Voting</u>	<u>1,366</u>	<u>73.695</u>	<u>D</u>	
<u>Options - Right to Buy</u>	<u>04/01/2021⁽¹⁾</u>	<u>04/01/2030</u>	<u>Common Stock - Voting</u>	<u>4,022</u>	<u>69.31</u>	<u>D</u>	
<u>Options - Right to Buy</u>	<u>03/31/2022⁽¹⁾</u>	<u>03/31/2031</u>	<u>Common Stock - Voting</u>	<u>4,358</u>	<u>89.16</u>	<u>D</u>	
<u>Options - Right to Buy</u>	<u>03/30/2023⁽¹⁾</u>	<u>03/30/2032</u>	<u>Common Stock - Voting</u>	<u>5,082</u>	<u>97.26</u>	<u>D</u>	
<u>Options - Right to Buy</u>	<u>03/29/2024⁽¹⁾</u>	<u>03/29/2033</u>	<u>Common Stock - Voting</u>	<u>6,460</u>	<u>81.79</u>	<u>D</u>	
<u>Options - Right to Buy</u>	<u>11/30/2020⁽²⁾</u>	<u>11/30/2030</u>	<u>Common Stock - Voting</u>	<u>34,062</u>	<u>93.49</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>03/31/2022⁽³⁾</u>	<u>03/31/2024</u>	<u>Common Stock - Voting</u>	<u>309</u>	<u>0</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>03/30/2023⁽⁴⁾</u>	<u>03/30/2025</u>	<u>Common Stock - Voting</u>	<u>795</u>	<u>0</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>03/29/2024⁽⁵⁾</u>	<u>03/29/2026</u>	<u>Common Stock - Voting</u>	<u>1,599</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

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

2. The option grant vests after the third anniversary date and is only exercisable if certain stock price performance requirements are met. The performance requirements are an increase in the common stock non-voting price of 60% for 1/3 of the options, an increase in the common stock non-voting price of 80% for 1/3 of the options, and an increase in the common stock non-voting price of 100% for 1/3 of the options, in each case within five years of the grant date. Both the vesting date and performance requirements must be met for the portion of the grant to become exercisable.

3. The Restricted Stock Units vest in thirds over a three-year period beginning March 15, 2022, March 15, 2023 and March 15, 2024.

4. The Restricted Stock Units vest in thirds over a three-year period beginning March 15, 2023, March 15, 2024 and March 15, 2025.

5. The Restricted Stock Units vest in thirds over a three-year period beginning March 15, 2024, March 15, 2025 and March 15, 2026.

Jason E. Wynn

07/10/2023

** 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 5 (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.