



McCormick Brings Passion to Flavor™

McCormick & Company, Inc.

Presentation at Bernstein Strategic Decisions Conference
May 30, 2014



Forward-looking information

Certain information contained in these materials and our remarks are “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934. These statements may be identified by the use of words such as “may,” “will,” “expect,” “should,” “anticipate,” “believe” and “plan.” These statements may relate to: the expected results of operations of businesses acquired by us, the expected impact of raw material costs and our pricing actions on our results of operations and gross margins, the expected productivity and working capital improvements, expectations regarding growth potential in different geographies and markets, expected trends in net sales and earnings performance and other financial measures, the expectations of pension and postretirement plan contributions and anticipated charges associated with such plans, the holding period and market risks associated with financial instruments, the impact of foreign exchange fluctuations, the adequacy of internally generated funds and existing sources of liquidity, such as the availability of bank financing, our ability to issue additional debt or equity securities and our expectations regarding purchasing shares of our common stock under the existing authorizations.

These and other forward-looking statements are based on management’s current views and assumptions and involve risks and uncertainties that could significantly affect expected results. Results may be materially affected by factors such as: damage to our reputation or brand name; loss of brand relevance; increased private label use; product quality, labeling, or safety concerns; negative publicity about our products; business interruptions due to natural disasters or unexpected events; actions by, and the financial condition of, competitors and customers; our ability to achieve expected and/or needed cost savings or margin improvements; the successful acquisition and integration of new businesses; issues affecting our supply chain and raw materials, including fluctuations in the cost and availability of raw and packaging materials; government regulation, and changes in legal and regulatory requirements and enforcement practices; global economic and financial conditions generally, including the availability of financing, and interest and inflation rates; the investment return on retirement plan assets, and the costs associated with pension obligations; foreign currency fluctuations; the stability of credit and capital markets; risks associated with our information technology systems, the threat of data breaches and cyber attacks; volatility in our effective tax rate; climate change; infringement of our intellectual property rights, and those of customers; litigation, legal and administrative proceedings; and other risks described in the company’s filings with the Securities and Exchange Commission.

Actual results could differ materially from those projected in the forward-looking statements. We undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by law. Unless otherwise indicated herein, information provided in these materials represents our consolidated business activities consistent with the standards of US GAAP and does not represent any of the activities of any one particular legal entity that is part of the consolidated enterprise.

McCormick Brings Passion to Flavor™



Our mission: To save your world from boring food

McCormick
brings the joy of
flavor to every day

McCORMICK

McCormick Brings Passion to Flavor™



10,000 employees united by a passion for flavor



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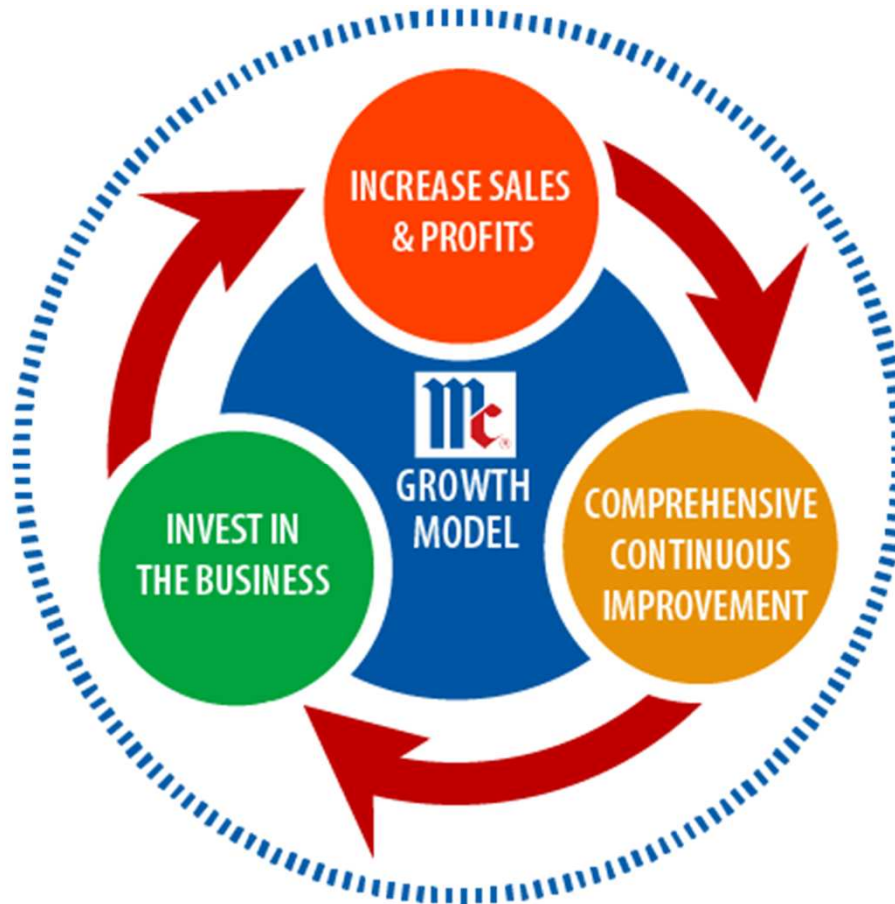
Leadership in sourcing and quality



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An effective and sustainable growth model driving performance



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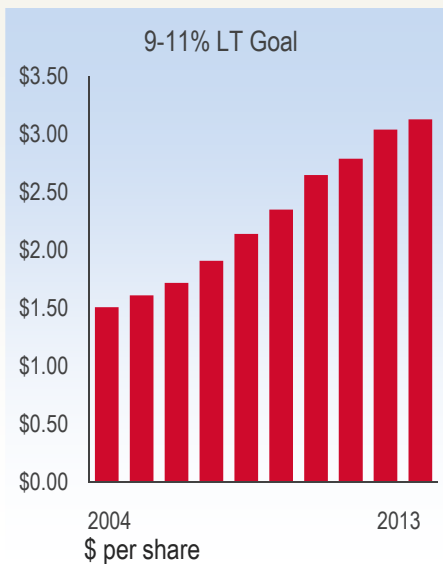


An effective and sustainable growth model driving performance

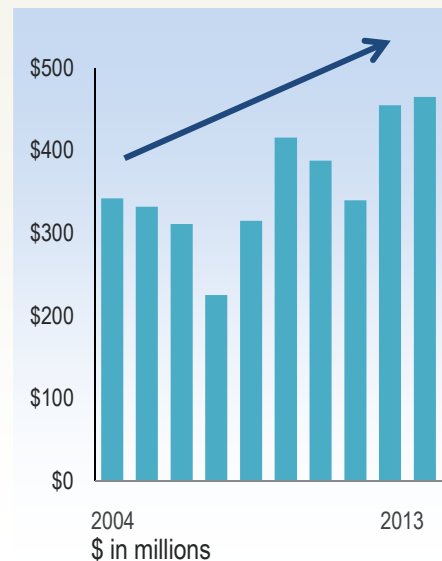
Net sales



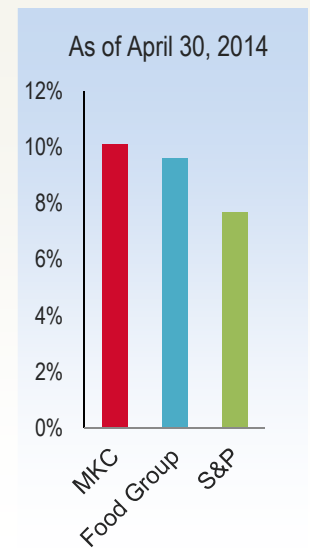
Adjusted EPS



Cash flow



10-year Total annual shareholder return



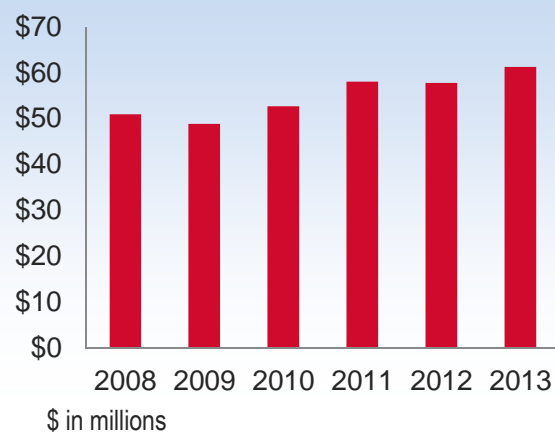
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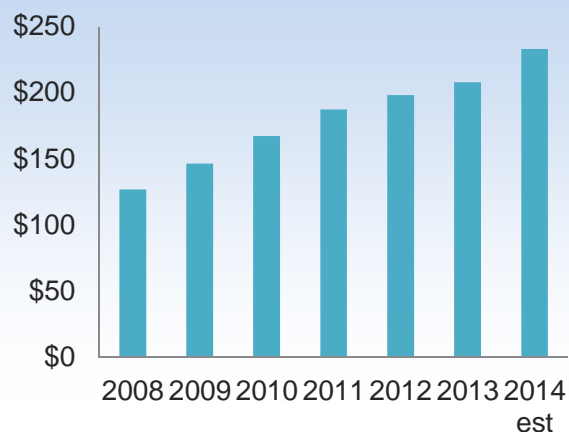
An effective and sustainable growth model driving performance

Investing in R&D, brand marketing and acquisitions

R&D



Brand marketing



Cash used for acquisitions

2008		\$604
2009		\$76
2011		\$113
2011		\$287
2011		\$40
2013		\$142

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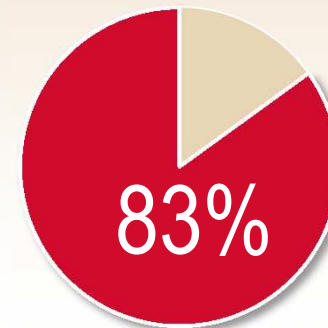
An effective and sustainable growth model driving performance

Strong track record with acquisitions

\$1.3 billion invested in acquisitions 2008-2013



83% of funds invested in acquisitions since 2008 have returns at or above target



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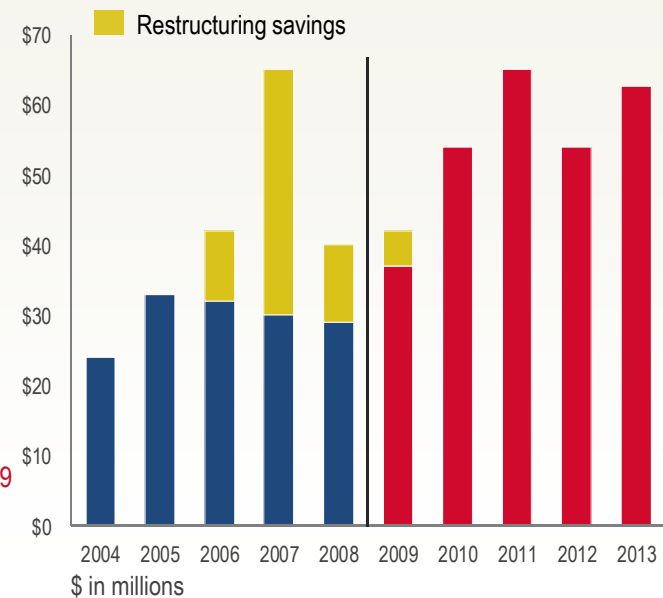
An effective and sustainable growth model driving performance

CCI - Comprehensive Continuous Improvement - *Our fuel for growth*

Broad range of productivity improvements has led to steady stream of cost savings

Goal: at least \$45 million annually

Annual costs savings
CCI program launched in 2009



An effective and sustainable growth model driving performance

CCI - *Our fuel for growth*

- Vendor consolidation
- High-speed equipment and automation
- Process reliability
- Streamline selling, general & administration
- System technology
- Sustainability



McCormick Brings Passion to Flavor™

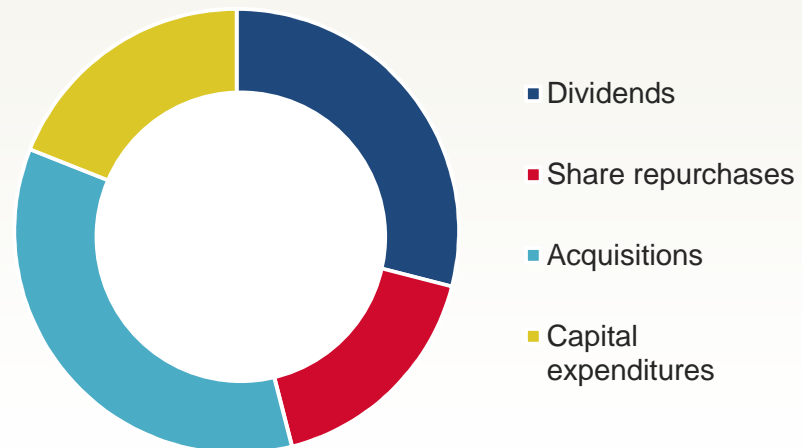


An effective and sustainable growth model driving performance

Balanced use of cash

- Capital expenditures
- Acquisitions
- Share repurchases
- Dividends

Uses of cash 2004-2013

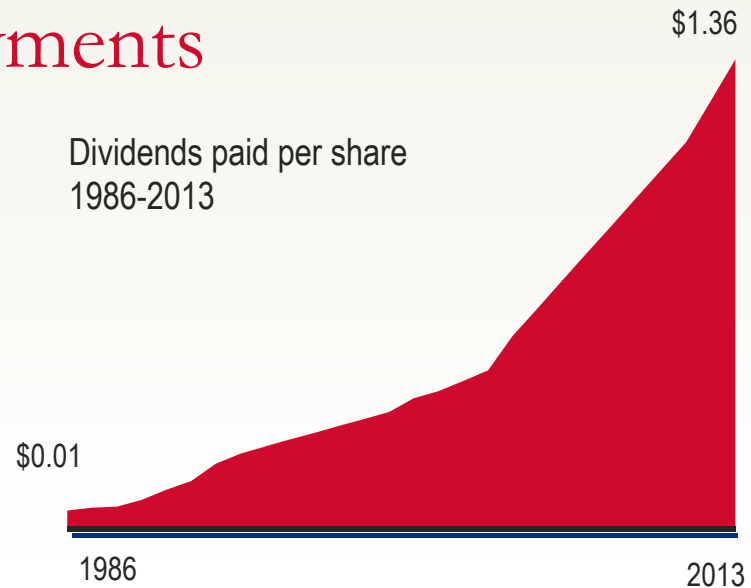


An effective and sustainable growth model driving performance

Committed to dividend payments

Balanced use of cash

- Capital expenditures
- Acquisitions
- Share repurchases
- Dividends



An effective and sustainable growth model driving performance



Long-term financial objectives

Sales growth	4-6%
Operating income	7-9%
EPS	9-11%
Dividend yield (40% payout)	2%
Total shareholder return	11-13%

Key factors behind performance

Resiliency in dynamic market

- Leading positions in growing categories
- Breadth of products ... from value-priced to premium
- Flavors for all types of eating occasions
- Market-leading customers
- Expanding geographic presence



An advantaged category: Flavor!

Demand for flavor is global & growing...



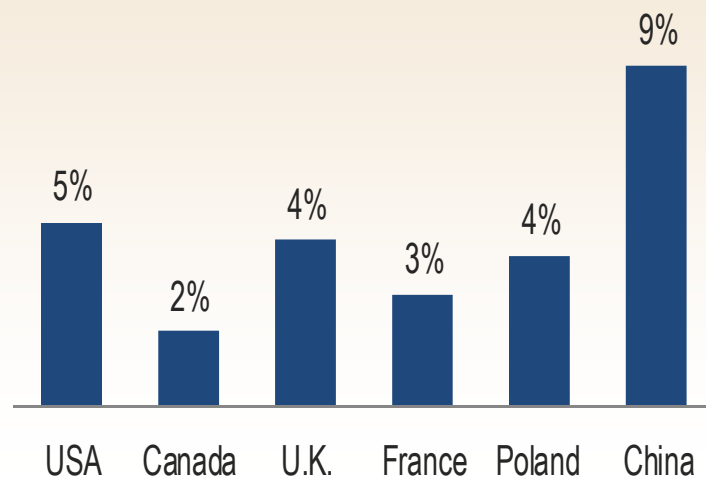
Source: The Alcott Group: McCormick Consumer Segmentation

McCormick Brings Passion to Flavor™



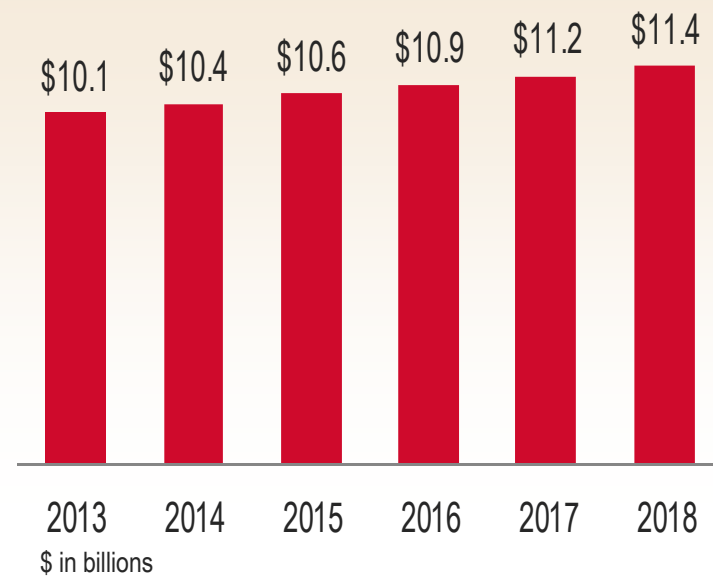
An advantaged category: Flavor!

Herbs, spices and seasonings growing in developed markets



Source: Latest 52 week dollar sales for herbs, spices and seasonings category from syndicated reports

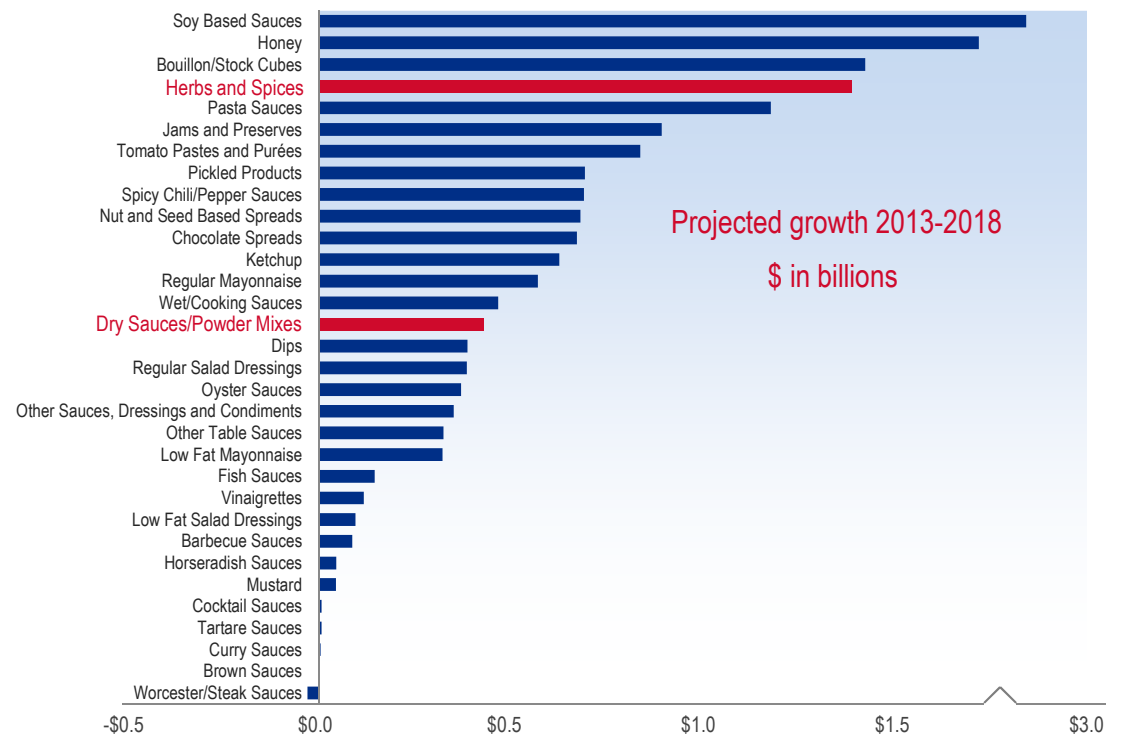
Globally, herbs, spices and seasonings projected to grow 13% by 2018



Source: Euromonitor International 12/13

An advantaged category: Flavor!

Globally, growth is projected across a number of flavor categories



Source: Euromonitor International 12/13

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An advantaged category: Flavor!



64% of Millennials “love to cook” (25% of population, age 18-33) vs 52% of non-Millennials*

39% say the foods they eat are healthier than their parents



* “American Millennials: Deciphering the Enigma Generation”; 2011 study by Barkley Service Management Group and BCG

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An advantaged category: Flavor!

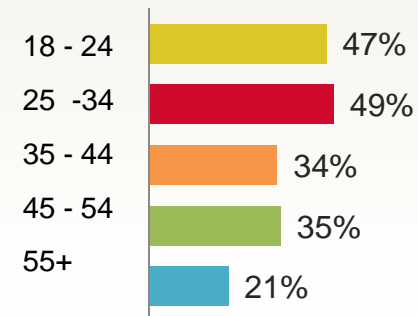
46% “want to know how to make food from other cultures”

Cuisine specific or ethnic fare now accounts for 44% of all U.S. flavoring occasions



“I am more interested in ethnic flavors and cuisines than I was a year ago”

Ethnic flavor & cuisine interest by age



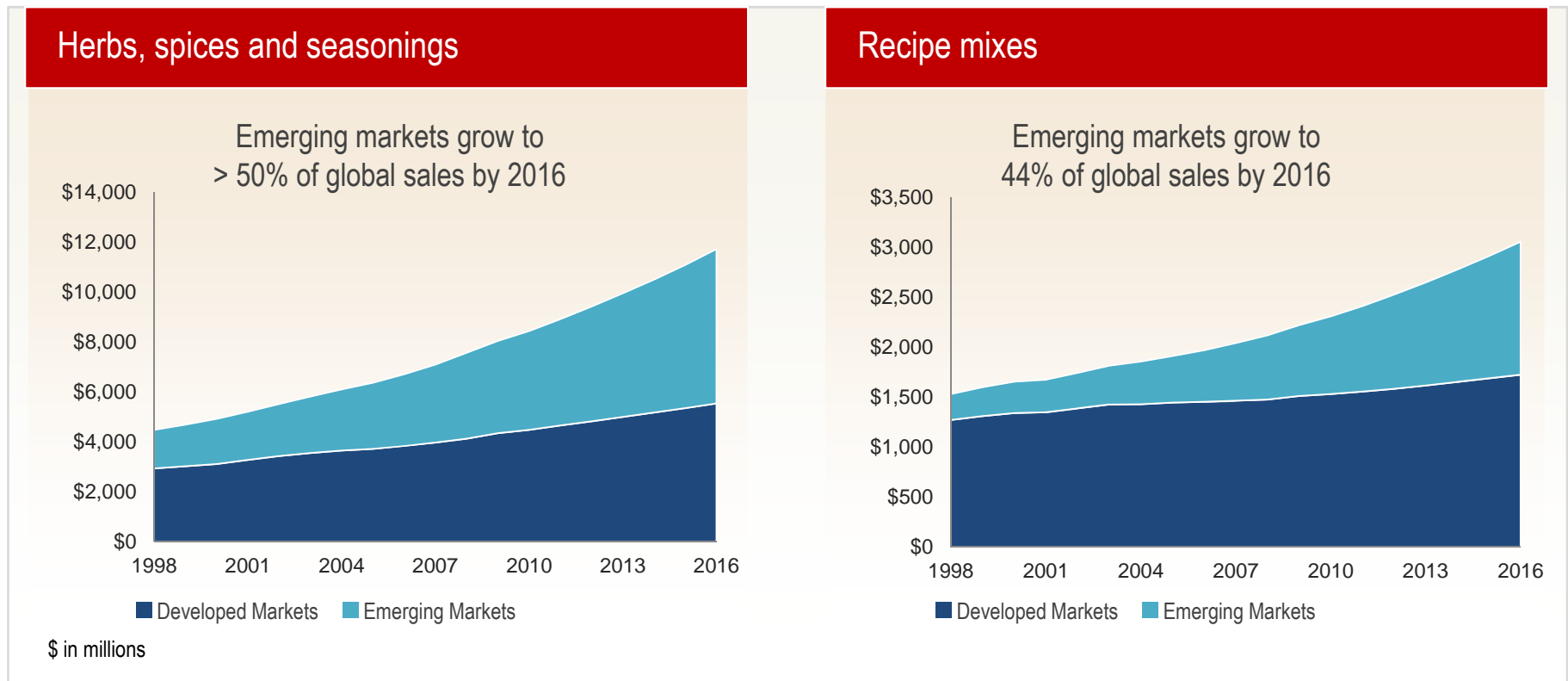
Source: The Alcott Group: McCormick Consumer Segmentation; April 2012 / HRCP Market Map; July 2012

Technomic Flavor Consumer Trends Report, 2013
Base: 1,500 consumers aged 18+. Consumers indicated their opinion on a scale of 1–6, where 1 = disagree completely and 6 = agree completely

An advantaged category: Flavor!



An advantaged category: Flavor!



Source: Euromonitor

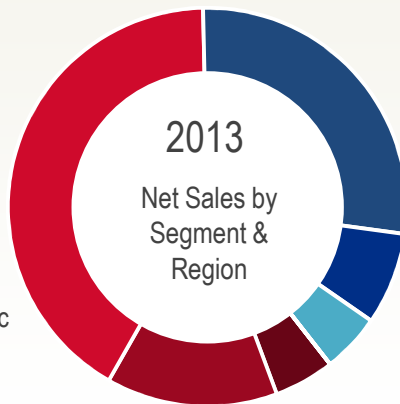
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Growth – Win share with global focus

Consumer Business

- 41% Americas
- 14% Europe, Middle East and Africa
- 6% Asia/Pacific

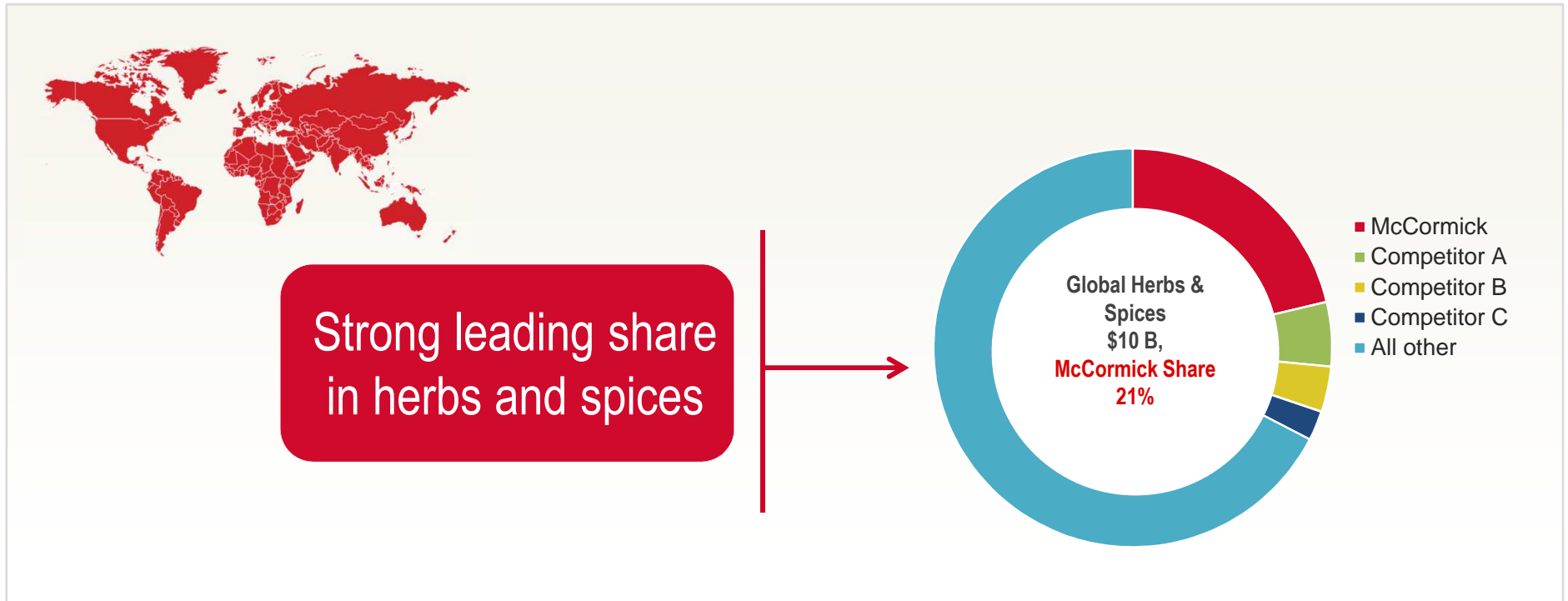


Industrial Business

- 26% Americas
- 7% Europe, Middle East and Africa
- 5% Asia/Pacific



Consumer business well-positioned for growth



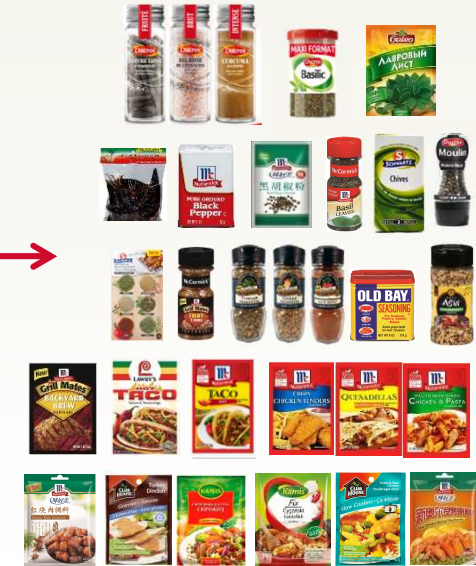
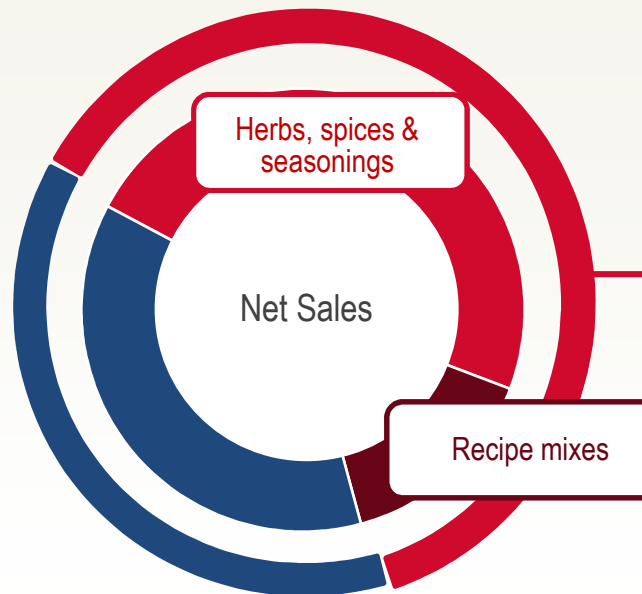
Source: Euromonitor International

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Consumer business well-positioned for growth

Core global platforms
comprise about 2/3 of
consumer business sales

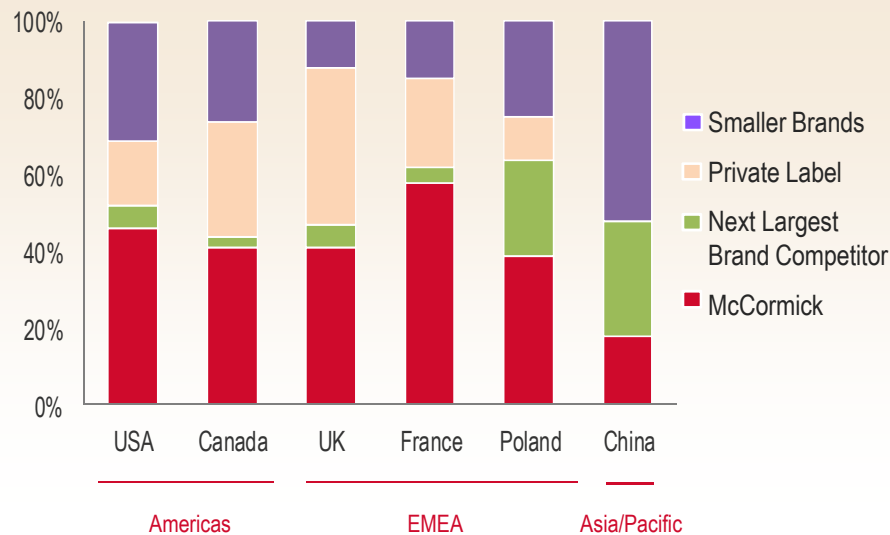


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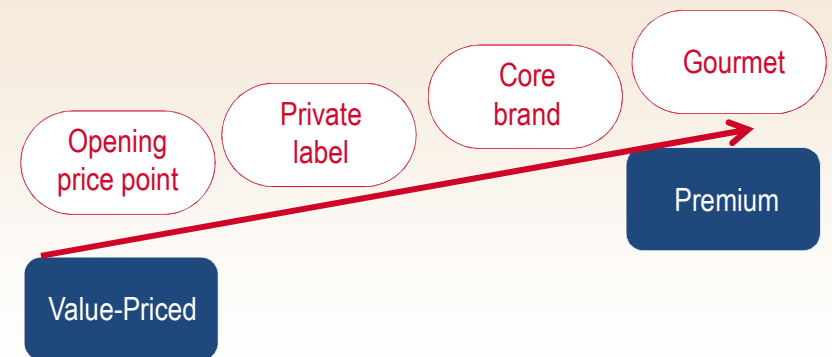


Consumer business well-positioned for growth

Leading share of herbs, spices and seasonings



Flavor solutions at every price point



Source: IRI, Nielsen, National Grocery Dollars

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Consumer business well-positioned for growth

54%

share honey in Canada



48%

share Asian convenience in U.S.



#1

wet marinade in U.S.



61%

share mayonnaise in Mexico JV



43%

share homemade desserts in France



#1

mustard in Poland



84%

share gelatin in Australia



Note: Share information based on syndicated scanner data.

Consumer business: growth strategies

Drive platforms
globally

Build enduring
consumer-
differentiated
brands

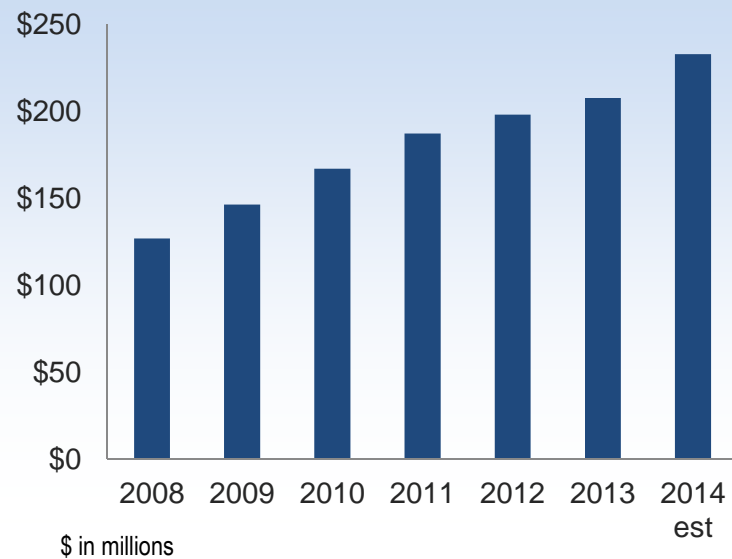
Accelerate
scalable
innovation

Expand
geographic
footprint

Superior
customer
intimacy

Build enduring consumer-differentiated brands

Increased investment in brand marketing



Build enduring consumer-differentiated brands

Building brand equity in U.S. with seasonal events

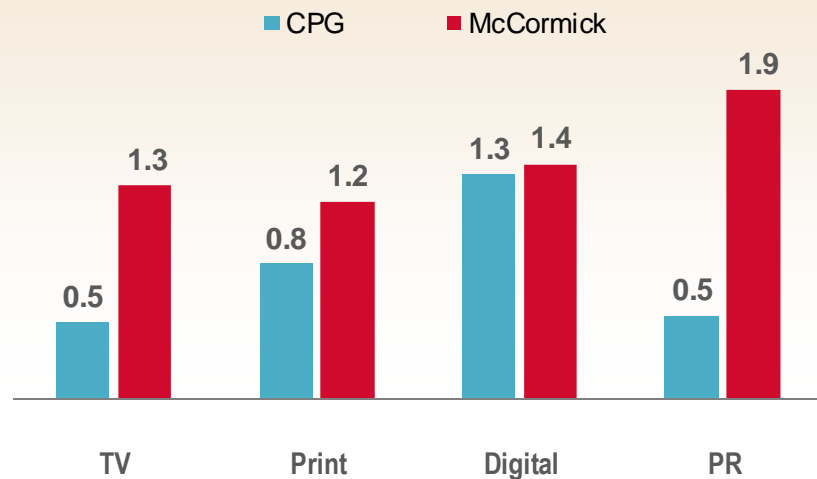


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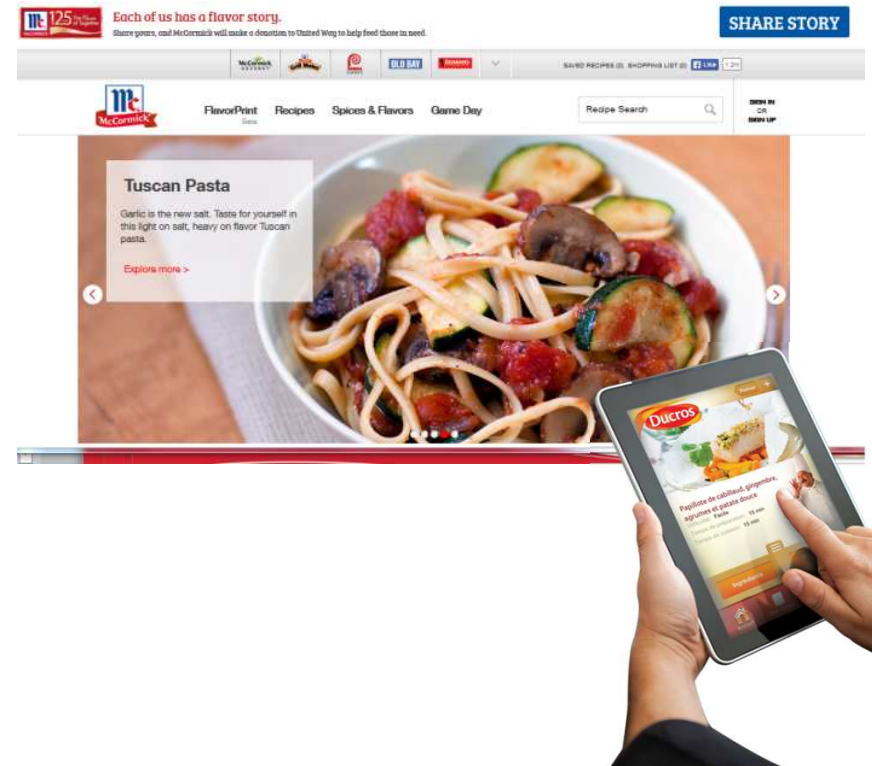


Build enduring consumer-differentiated brands

ROI ahead of industry averages



2012 U.S. Marketing Mix Analysis prepared by Marketing Management Analytics

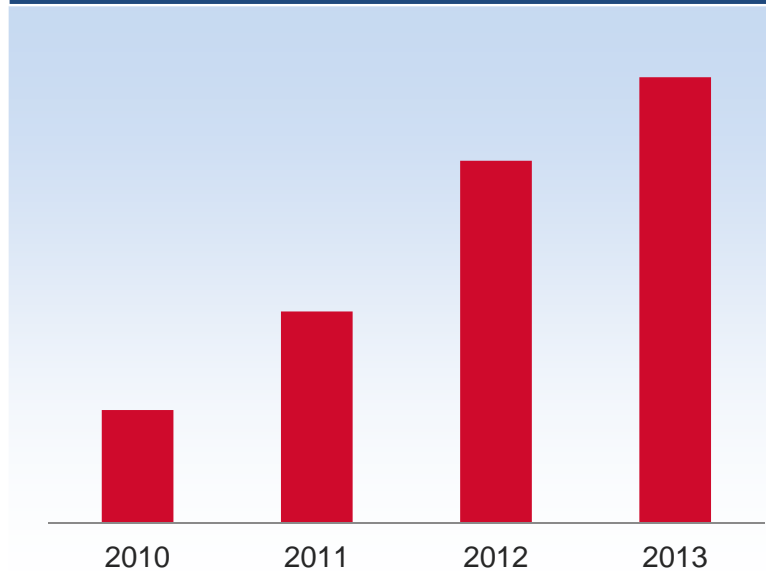


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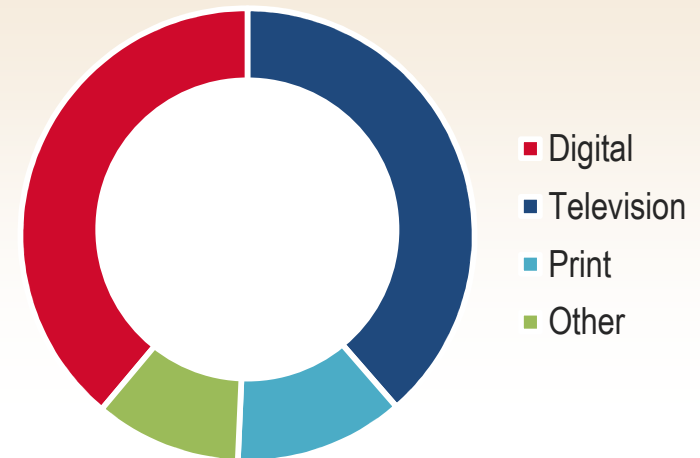
Build enduring consumer-differentiated brands

Doubled digital marketing since 2011



Digital marketing planned to be nearly 40% of U.S. advertising in 2014

Planned 2014 advertising in U.S.



Consumer business: growth strategies

Drive platforms
globally

Build enduring
consumer-
differentiated
brands

Accelerate
scalable
innovation

Expand
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footprint

Superior
customer
intimacy

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Accelerate scalable innovation

Four global mega consumer approaches to cooking

**Everyday
Solutions**

45%



**Wholesome
Family Pleasing**

20%



**Make it
Easy**

19%



**Make it
Impressive**

16%



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Accelerate scalable innovation: Americas region

Products for every cook & cooking approach



Extra Rich Vanilla



Hispanic seasoning blends



Indian Essentials.



Grill Mates burger seasonings



Gluten-free recipe mixes



3-pack Recipe Inspirations



Value-size grinders



Lawry's oven fry mix

Accelerate scalable innovation: EMEA, Asia/Pacific regions

Products for every cook & cooking approach



Ducros gourmet
in France



Limited edition
seasonings in U.K.



13 spice blend in China



Limited edition recipe
mixes in U.K.



Flavour Shots in U.K.



Marinade in a Bag in
Australia



World flavor
recipe mixes in
China



"2 in 1" recipe
mixes in
Europe

Accelerate scalable innovation

Consumer insight-informed global innovation Premium to Value

Premium



Value









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Accelerate scalable innovation

Taking innovation success globally

Grinders France U.K. U.S. Canada China Russia	Grilling U.S. Canada U.K. France, Netherlands Switzerland	Slow Cooker U.S. Canada Australia U.K.	Bag n Season U.S. Canada U.K. France	Flavour shots U.K.. Australia
				
			Premium Recipe Mixes U.K. Canada U.S. Australia	
				

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Accelerate scalable innovation

Our innovation efforts include a robust pipeline of new products for our Regional Leaders

Rice & Rice Mixes



Sauces, Dressing & Condiments



Home-made Desserts & Baking



Spreads



Authentic Ethnic Cuisine



Consumer business: growth strategies

Drive platforms
globally

Build enduring
consumer–
differentiated
brands

Accelerate
scalable
innovation

Expand
geographic
footprint

Superior
customer
intimacy

Expand geographic footprint

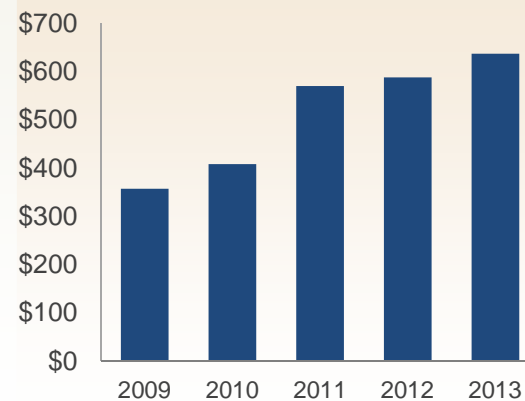
We have a growing presence in emerging markets

Consolidated sales in emerging markets more than doubled 2009-2013

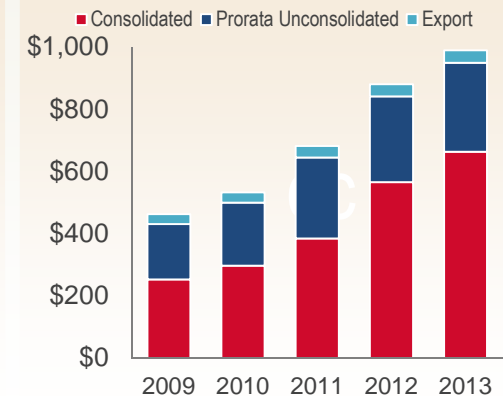


\$ in millions

Joint Ventures add to our presence



Including unconsolidated operations, sales in emerging markets nearly \$1B



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Expand geographic footprint

Acquisition criteria

- Emphasis on emerging markets, strong category position, good growth potential
- Financially disciplined, clear business plan, effective integration plan, strong leadership.
- Adding businesses that are quickly accretive with a minimum of risk



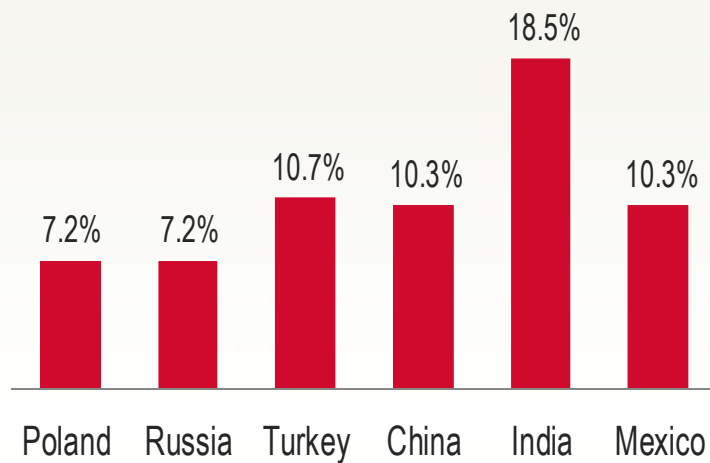
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Expand geographic footprint

Expansion priorities align with 6 most attractive markets

2013 Herbs, spices and seasonings category growth rate



Source: 52 week dollar sales for spice and herb category from syndicated reports

Expand geographic footprint

Solid presence in key emerging markets that offer strong potential for continued growth



Consumer business: growth strategies

Drive platforms globally

Build enduring consumer-differentiated brands

Accelerate scalable innovation

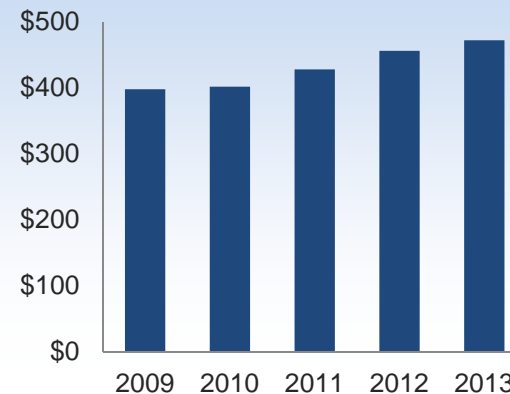
Expand geographic footprint

Superior customer intimacy

Consumer business sales



Consumer business adjusted operating income



\$ in millions

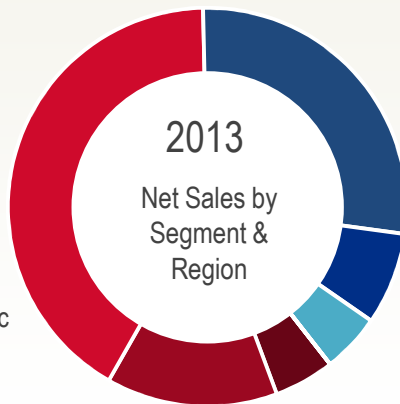
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Growth – Win share with global focus

Consumer Business

- 41% Americas
- 14% Europe, Middle East and Africa
- 6% Asia/Pacific



Industrial Business

- 26% Americas
- 7% Europe, Middle East and Africa
- 5% Asia/Pacific



Leading flavor supplier across global food industry

Industrial business

- \$1.6 billion in sales
- 26 manufacturing locations and 22 technical innovation centers around the world
- Balanced customer mix
- Balanced product portfolio



Leading flavor supplier across global food industry

We serve many of the top food companies in the world

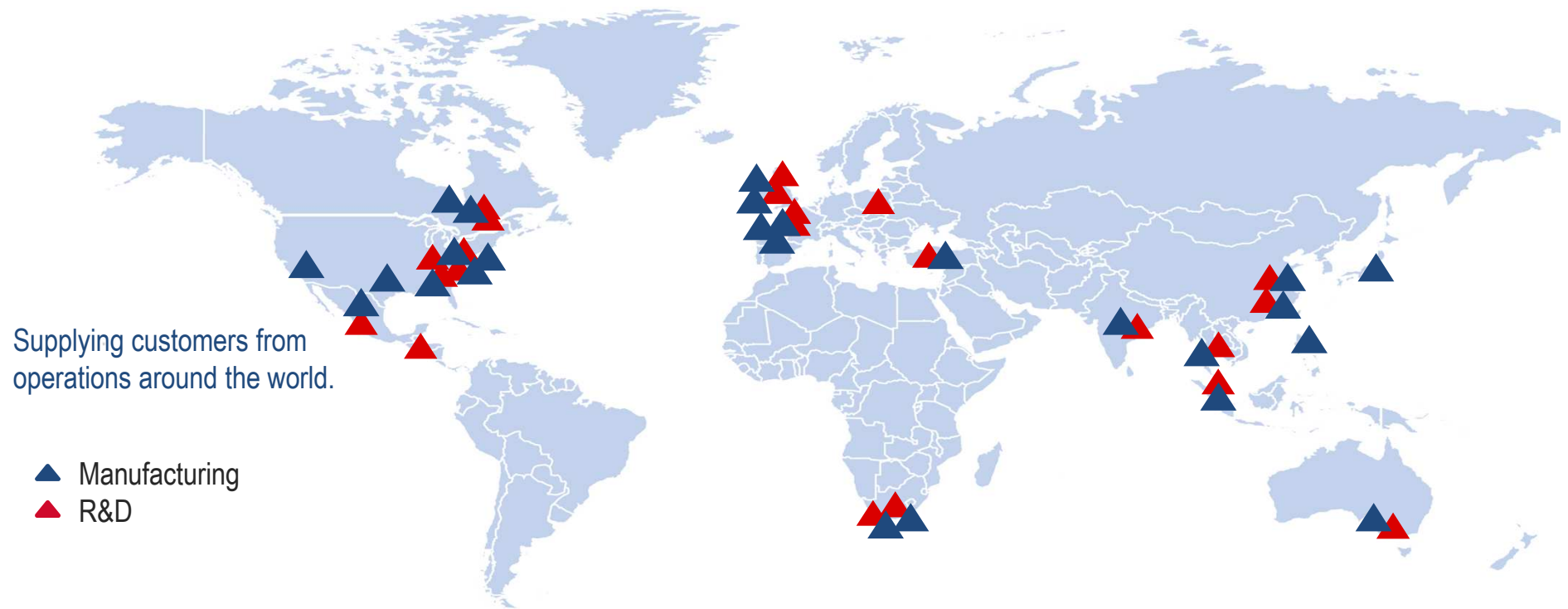
9 of the top 10 global food & beverage companies



9 of the top 10 global foodservice restaurants



Leading flavor supplier across global food industry

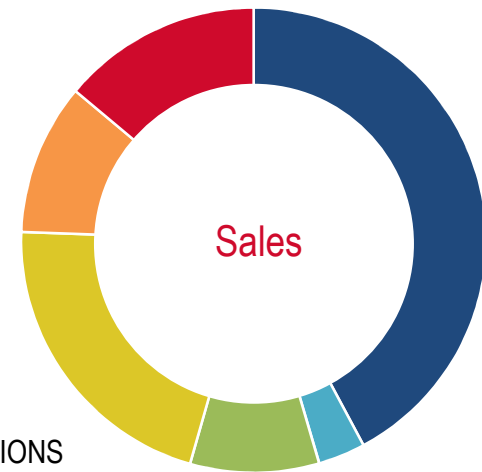


Leading flavor supplier across global food industry

Technical and manufacturing capabilities across a broad range of application platforms that deliver winning flavor for our customers



- SEASONINGS
- FLAVOR COMPOUNDS
- COATING SYSTEMS
- CONDIMENTS & SAUCES
- SPICES & HERBS
- BRANDED FLAVOR SOLUTIONS



Industrial business: growth strategies

Superior customer
intimacy

Flavor leadership
with our customers

Capabilities to drive
differentiated
solutions

Industrial business: growth strategies

Superior customer
intimacy

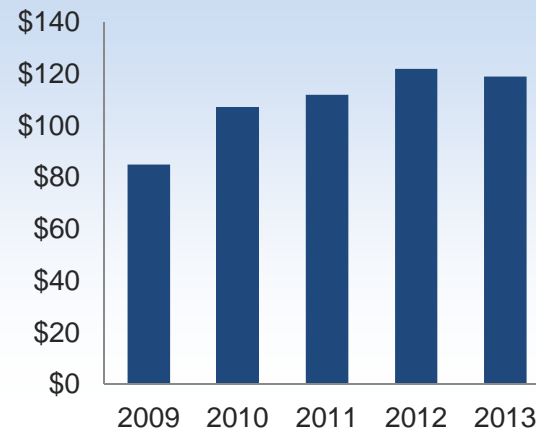
Flavor leadership with
our customers

Capabilities to drive
differentiated solutions

Net sales



Adjusted operating income*



\$ in millions

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Growth: Win share with global focus

Sales growth algorithm

Base business

Innovation

Acquisitions

4% to 6% increase
in sales

Celebrating 125 years



Then



- 4-person business with root beer and flavoring extracts, fruit syrups
- Flavor was finite: salt and pepper
- *Make the best!*

Now

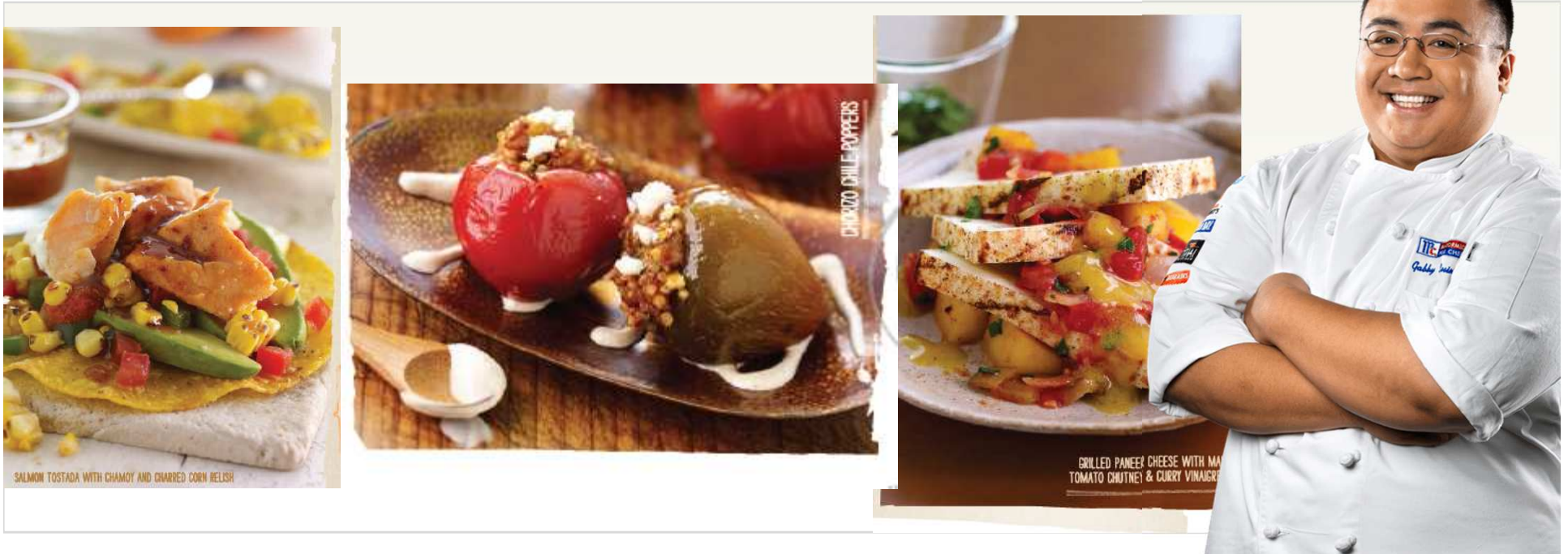


- Global leader with brands in 125 countries and territories
- Explosion of flavor: 40 seasonings in pantry
- *Make the best!*

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McCormick brings passion to flavor



Strategic imperatives driving success



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McCormick – key takeaways

- Consumer demand for flavor is growing worldwide
- Leading share in on-trend categories and full range of flavors
- Product portfolio and geographic presence provides balance and multiple avenues for growth in developed and emerging markets
- Sound fundamentals: experienced leaders and effective growth strategy



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McCormick & Company, Inc. Historical Financial Summary

The financial information contained in this summary should be read in conjunction with the Company's audited financial statements contained in its annual reports.

<i>(millions except per share and ratio data)</i>	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004	2003
For the Year											
Net sales	\$4,123.4	\$4,014.2	\$3,697.6	\$3,336.8	\$3,192.1	\$3,176.6	\$2,916.2	\$2,716.4	\$2,592.0	\$2,526.2	\$2,269.6
Percent increase	2.7%	8.6%	10.8%	4.5%	0.5%	8.9%	7.4%	4.8%	2.6%	11.3%	11.0%
Operating income	550.5	578.3	540.3	509.8	466.9	376.5	354.2	269.6	343.5	332.7	295.5
Income from unconsolidated operations	23.2	21.5	25.4	25.5	16.3	18.6	20.7	17.1	15.9	14.6	16.4
Net income from continuing operations	389.0	407.8	374.2	370.2	299.8	255.8	230.1	202.2	214.9	214.5	199.2
Net income	389.0	407.8	374.2	370.2	299.8	255.8	230.1	202.2	214.9	214.5	210.8
Per Common Share											
Earnings per share - diluted											
Continuing operations	\$ 2.91	\$ 3.04	\$ 2.79	\$ 2.75	\$ 2.27	\$ 1.94	\$ 1.73	\$ 1.50	\$ 1.56	\$ 1.52	\$ 1.40
Discontinued operations	—	—	—	—	—	—	—	—	—	—	0.09
Accounting change	—	—	—	—	—	—	—	—	—	—	(0.01)
Net income	2.91	3.04	2.79	2.75	2.27	1.94	1.73	1.50	1.56	1.52	1.48
Earnings per share - basic	2.94	3.07	2.82	2.79	2.29	1.98	1.78	1.53	1.60	1.57	1.51
Common dividends declared	1.39	1.27	1.15	1.06	0.98	0.90	0.82	0.74	0.66	0.58	0.49
Market Non-Voting closing price - end of year	69.00	64.56	48.70	44.01	35.68	29.77	38.21	38.72	31.22	36.45	28.69
Book value per share	14.85	12.83	12.17	11.00	10.19	8.17	8.57	7.20	6.25	6.79	5.67
At Year-End											
Total assets	\$ 4,449.7	\$4,165.4	\$4,087.8	\$3,419.7	\$3,387.8	\$3,220.3	\$2,787.5	\$2,568.0	\$2,272.7	\$2,369.6	\$2,145.5
Current debt	214.1	392.6	222.4	100.4	116.1	354.0	149.6	81.4	106.1	173.2	171.0
Long-term debt	1,019.0	779.2	1,029.7	779.9	875.0	885.2	573.5	569.6	463.9	465.0	448.6
Shareholders' equity	1,947.7	1,700.2	1,618.5	1,462.7	1,343.5	1,062.8	1,095.0	936.9	829.1	920.7	777.4
Other Financial Measures											
Percentage of net sales											
Gross profit	40.4%	40.3%	41.2%	42.5%	41.6%	40.6%	40.9%	41.0%	40.0%	39.9%	39.6%
Operating income	13.4%	14.4%	14.6%	15.3%	14.6%	11.9%	12.1%	9.9%	13.3%	13.2%	13.0%
Capital expenditures	\$ 99.9	\$ 110.3	\$ 96.7	\$ 89.0	\$ 82.4	\$ 85.8	\$ 78.5	\$ 84.8	\$ 66.8	\$ 62.7	\$ 83.0
Depreciation and amortization	106.0	102.8	98.3	95.1	94.3	85.6	82.6	84.3	74.6	72.0	65.3
Common share repurchases	177.4	132.2	89.3	82.5	—	11.0	157.0	155.9	185.6	173.8	120.6
Average shares outstanding											
Basic	132.1	132.7	132.7	132.9	130.8	129.0	129.3	131.8	134.5	137.0	139.2
Diluted	133.6	134.3	134.3	134.7	132.3	131.8	132.7	135.0	138.1	141.3	142.6

McCormick Brings Passion to Flavor™



Notes to Historical Financial Summary

The historical financial summary includes the impact of certain items that affect the comparability of financial results year to year. In 2013, special charges of \$25.0 million and a loss on voluntary pension settlement of \$15.3 million were recorded. In 2010, the Company had the benefit of the reversal of a significant tax accrual. From 2006 to 2009, restructuring charges were recorded and are included in the table below. Also, in 2008 an impairment charge of \$29.0 million was recorded to reduce the value of the Silvo brand. Related to the acquisition of Lawry's in 2008, the Company recorded a net gain of \$7.9 million. In 2004, the net gain from a special credit was recorded. The net impact of these items is reflected in the following table:

<i>(millions except per share data)</i>	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004	2003
Operating income	\$ (40.3)	—	—	—	\$ (16.2)	\$ (45.6)	\$ (34.0)	\$ (84.1)	\$ (11.2)	\$ 2.5	\$ (5.5)
Net income	(29.2)	—	—	\$ 13.9	(10.9)	(26.2)	(24.2)	(30.3)	(7.5)	1.2	(3.6)
Earnings per share - diluted	(0.22)	—	—	0.10	(0.08)	(0.20)	(0.18)	(0.22)	(0.05)	0.01	(0.03)

The reconciliation below shows earnings per share excluding the items in the above table:

Non-GAAP reconciliation

(per share data)

	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004	2003
Earnings per share - diluted											
Continuing operations	\$ 2.91	\$ 3.04	\$ 2.79	\$ 2.75	\$ 2.27	\$ 1.94	\$ 1.73	\$ 1.50	\$ 1.56	\$ 1.52	\$ 1.40
Items affecting comparability	(0.22)	—	—	0.10	(0.08)	(0.20)	(0.18)	(0.22)	(0.05)	0.01	(0.03)
Adjusted earnings per share from continuing operations - diluted	\$ 3.13	\$ 3.04	\$ 2.79	\$ 2.65	\$ 2.35	\$ 2.14	\$ 1.91	\$ 1.72	\$ 1.61	\$ 1.51	\$ 1.43

Other items that varied by year are noted below

In 2006, McCormick began to record stock-based compensation expense and prior years' results have not been adjusted. Stock-based compensation impacted operating income, net income and earnings per share as indicated in the table below:

<i>(millions except per share data)</i>	2013	2012	2011	2010	2009	2008	2007	2006
Operating income	\$ (18.7)	\$ (20.2)	\$ (13.0)	\$ (11.9)	\$ (12.7)	\$ (17.9)	\$ (21.2)	\$ (22.0)
Net income	(13.7)	(14.8)	(9.2)	(8.9)	(8.7)	(12.4)	(14.7)	(15.1)
Earnings per share - diluted	(0.10)	(0.11)	(0.07)	(0.07)	(0.07)	(0.10)	(0.11)	(0.11)

Also in 2006 McCormick reclassified the net book value of in-store displays from property, plant and equipment to other assets. Capital expenditures through 2003 have been adjusted to reflect this reclassification.