FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Vashington, | D.C. | 20549 |  |
|-------------|------|-------|--|
| vasimigton, | D.O. | 200-0 |  |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |  |  |
| hours per response.      | 0.5       |  |  |  |  |  |  |  |  |  |  |

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

Filed 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*  Foley Brendan M  (Last) (First) (Middle)  MCCORMICK & COMPANY, INCORPORATED  24 SCHILLING ROAD, SUITE 1  (Street) |  |  |   |       |                               |             | 2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [ MKC ]  3. Date of Earliest Transaction (Month/Day/Year) 09/29/2020  4. If Amendment, Date of Original Filed (Month/Day/Year) |     |             |                                    |                       |                   |                        |                                  |   | Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director                                |                                   |  |  |  |  |
|---|--|--|---|-------|-------------------------------|-------------|---|-----|-------------|------------------------------------|-----------------------|-------------------|------------------------|----------------------------------|---|--|-----------------------------------|--|--|--|--|
| HUNT VALLEY MD 21031  |  |  |   |       |                               |             |   |     |             |                                    |                       |                   |                        | <b>)</b>                         | X Form filed by One Reporting Person  Form filed by More than One Reporting  Person |  |                                   |  |  |  |  |
| (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  |  |  |   |       |                               |             |   |     |             |                                    |                       |                   |                        |                                  |   |  |                                   |  |  |  |  |
| 1. Title of Security (Instr. 3)  2. Trans Date  |  |  | action  |       |                               | ed<br>Date, | te, 3.<br>Trans   |     | 4. Securi   |                                    | ties Acc              | quired<br>(Instr. | (A) or                 | 5. Amou<br>Securitie<br>Benefici | nt of<br>es<br>ally<br>Following  | Form<br>(D) o  | : Direct<br>r Indirect<br>str. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)        |  |  |  |
|   |  |  | Code  |       |                               | v           | Amount  | (1) | A) or<br>D) | Price                              | Transaci<br>(Instr. 3 | ion(s)            |                        |                                  |   |  |                                   |  |  |  |  |
| Common Stock - Voting   |  |  |   |       |                               |             |   |     |             |                                    |                       |                   |                        |                                  | 18,639.184  |  | D                                 |  |  |  |  |
| Common Stock - Non Voting   |  |  |   |       |                               |             |   |     |             |                                    |                       |                   |                        |                                  | 207.791   |  |                                   | D  |  |  |  |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |       |                               |             |   |     |             |                                    |                       |                   |                        |                                  |   |  |                                   |  |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution I<br>if any<br>(Month/Day | Date, | 4.<br>Fransa<br>Code (I<br>B) |             | 5. Number   |     | Ēχ          | Date Exe<br>xpiration<br>Month/Day | Date                  | of Securities     |                        | ecurity                          | B. Price of<br>Derivative<br>Security<br>(Instr. 5)                                 | 9. Numbe<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | e<br>S<br>Illy                    | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>ct (Instr. 4) |  |  |
|   |  |  |   |       | Code                          | v           | (A)   | (D) |             | ate<br>xercisable                  |                       | xpiration<br>ate  | Title                  | O<br>N<br>O                      | lumber  |  |                                   |  |  |  |  |
| Phantom<br>Stock  | (1)  | 09/29/2020                                 |   |       | A                             |             | 8.5778  |     |             | (1)                                |                       | (1)               | Comm<br>Stock<br>Votin | k -   8                          | 3.5778  | \$189.89   | 1,766.25                          | 574  | I  | Non-<br>Qualified<br>Retirement<br>Savings<br>Plan |  |

## **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.

## Remarks:

Jason E. Wynn, Attorney-in-

**Fact** 

09/30/2020 \*\* Signature of Reporting Person

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.