

| 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* <u>Foley Brendan M</u> (Last) (First) (Middle) 24 SCHILLING ROAD SUITE 1 (Street) HUNT VALLEY MD 21031 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>MCCORMICK & CO INC [MKC]</u> | 5. 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 Global Consumer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) 03/15/2022 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 03/15/2022 | | M | | 1,868 | A | (1) | 74,837.219 | D | |
| Common Stock - Voting | 03/15/2022 | | F | | 859 | D | \$96.99 | 73,978.219 | D | |
| Common Stock - Voting | 03/15/2022 | | M | | 2,116 | A | (1) | 76,094.219 | D | |
| Common Stock - Voting | 03/15/2022 | | F | | 973 | D | \$96.99 | 75,121.219 | D | |
| Common Stock - Non Voting | | | | | | | | 702.451 | 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 | Title | Amount or Number of Shares | | | | |
| Phantom Stock | (2) | 03/15/2022 | | A | | 17,534 | | (1) | (1) | Common Stock - Voting | 17,534 | \$96.52 | 5,972.503 | I | Non Qualified Retirement Savings Plan |
| Restricted Stock Units | (1) | 03/15/2022 | | M | | | 1,868 | (3) | (3) | Common Stock - Voting | 1,868 | (4) | 0 | D | |
| Restricted Stock Units | (1) | 03/15/2022 | | M | | | 2,116 | (5) | (5) | Common Stock - Voting | 2,116 | (6) | 2,118 | 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, 2020, March 15, 2021 and March 15, 2022
4. Restricted Stock Units granted on March 27, 2019
5. The Restricted Stock Units vest in thirds over a three-year period beginning March 15, 2021, March 15, 2022 and March 15, 2023.
6. Restricted Stock Units granted on April 1, 2020.

Jason E. Wynn, Attorney-in-Fact 03/17/2022

** 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.