FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average bu	urden							

0.5

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

					_																
Name and Address of Reporting Person*     Foley Brendan M					2. Issuer Name <b>and</b> Ticker or Trading Symbol  MCCORMICK & CO INC [ MKC ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner							
Toley Bremadii 141																					
(Last) (First) (Middle)					3. D	3. Date of Earliest Transaction (Month/Day/Year)								$\dashv$	X	belov	fficer (give title elow)		Other (specify below)		
` ′	,	,	,			12/22/2017									President-Global Consumer &						
MCCORMICK & COMPANY, INCORPORATED																					
18 LOVETON CIRCLE			_																		
,					, 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
(Street)															X Form filed by One Reporting Person						
SPARKS	M	D 2	1152												X		•		•		
															Form filed by More than One Reporting Person				orting		
(City)	(St	ate) (2	Zip)																		
		Tabl	e I - Nor	ı-Deriv	ative	Se	curitie	s Acc	uired,	Dis	posed o	f, or	Bene	eficia	ally (	Owne	ed				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)			Day/Year) if a		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					4 and Secu Bene Own		urities F neficially (		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	Transa		saction(s) : 3 and 4)			(111501.4)	
Common Stock - Voting 01/22					2/2018	3			A		2,678	(1) A		\$	0 <b>4,509</b> <sup>(2)</sup>			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 Execution if any (Month/Day/Year)  Conversion Date (Month/Day/Year)  Security			Date, Transaction Code (Instr.		n of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3		ivative curity tr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	O Fe D OI (I)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
					Code	v	(A)		Date Evercisal		Expiration	Title	or Nun of	ount							

## **Explanation of Responses:**

- 1. Shares awarded pursuant to McCormick's long-term incentive program for the three year performance cycle beginning on December 1, 2014 and ending on November 30, 2017.
- $2. \ This amount \ reflects \ 51 \ shares \ shares \ acquired \ on \ 12/1/2017 \ at \ \$97.07 \ per \ share \ pursuant \ to \ McCormick's \ Employee \ Stock \ Purchase \ Plan.$

## Remarks:

Jason E. Wynn, Attorney-in-Fact 01/24/2018

\*\* 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.