Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	OMB APPROVAL									
	OMB Number:	3235-0287								
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					or	Section	on 30(h) o	of the	Investme	nt Co	mpany Act	of 1940								
1. Name and Address of Reporting Person*  Perich Cecile K						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						
Pelicii Cecile K															or · (give titl	0	10% Owner Other (specify			
(Last)	(F	3. [	Date of Earliest Transaction (Month/Day/Year)								X below		below)		Specify					
` ,	`	,		03/26/2014								Senior Vice President - HR								
MCCORMICK & COMPANY, INCORPORATED  18 LOVETON CIRCLE																				
10 LOVETON CIRCLE							4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street)							, , , , , , , , , , , , , , , , , , , ,								Line)					
SPARKS MD 21152													X Form filed by One Reporting Person							
			-									Form filed by More than One Reporting Person								
(City)	(S	tate)	(Zip)																	
		Tak	ole I - No	n-Deri	vativ	e Se	curities	s Ac	quired	, Dis	sposed o	f, or Be	neficia	lly Owned	i					
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day						Execution Date,			3. Transaction Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5)			and Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Reported Transactio (Instr. 3 ar				nstr. 4)		
Common Stock - Voting														35,79	5.69	]	D			
												+		1				01 (k)		
Common Stock - Voting														2,593.9226		I		letirement		
																	lan			
Common Stock - Non Voting														4,282.49		]	D			
			Table II -											y Owned						
				(e.g.,	puts,	calls	s, warr	ants	, optio	ns,	converti	ble secu	ırities)		1					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code ( 8)		n of		6. Date E Expiratio (Month/E	n Dat	of Securities		ies g Security	Derivative Security	9. Num derivati Securit Benefic Owned Followi Reporte Transac (Instr. 4	ive ies cially ng ed ction(s)	10. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisa	<sub>ible</sub>	Expiration Date	Title	Amount or Number of Shares	1						
Options -						-	1 . 7	(= /				Common		+				<del>                                     </del>		
Right to Buy	\$71.1	03/26/2014			A		24,600		(1)		03/25/2024	Stock _ Voting	24,600	\$0	24,	600	D			

## **Explanation of Responses:**

 $1. \ The \ grants \ vest \ in \ thirds \ over \ a \ three \ year \ period, \ beginning \ on \ the \ first \ anniversary \ date.$ 

## Remarks:

Jason E. Wynn, Attorney-in-

03/28/2014

**Fact** 

\*\* 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.