

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>PRESTON MARGARET M V</u> <hr/> (Last) (First) (Middle) <u>MCCORMICK &amp; COMPANY, INCORPORATED</u> <u>24 SCHILLING ROAD, SUITE 1</u> <hr/> (Street) <u>HUNT VALLEY MD 21031</u> <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MCCORMICK &amp; CO INC [ MKC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/10/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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	01/10/2022		J <sup>(1)</sup>	V	288,316	A	\$95.5354	90,004.514	D	
Common Stock - Voting	03/15/2022		M		1,139 <sup>(3)</sup>	A	<sup>(4)</sup>	91,143.514 <sup>(7)</sup>	D	
Common Stock - Non Voting	01/10/2022		J <sup>(1)</sup>		52,544	A	\$95.5354	15,109.659	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
Phantom Stock	<sup>(1)</sup>	01/10/2022		J	V	95.082		<sup>(1)</sup>	<sup>(1)</sup>	Common Stock - Voting	95.082	\$94.62	24,410.802	I	Non Qualified Retirement Savings Plan
Phantom Stock	<sup>(2)</sup>	03/15/2022		A		228.938		<sup>(2)</sup>	<sup>(2)</sup>	Common Stock - Voting	228.938	\$98.28	24,639.74	I	Non Qualified Retirement Savings Plan
Restricted Stock Units	<sup>(4)</sup>	03/15/2022		M			1,139	<sup>(5)</sup>	<sup>(5)</sup>	Common Stock - Voting	1,139	\$0 <sup>(6)</sup>	0	D	

**Explanation of Responses:**

- Dividend Reinvestment
- 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.
- Subject to Deferred Receipt.
- Restricted Stock Units; No purchase price required.
- The reported Restricted Stock Units entitles the Reporting Person to receive an annual distribution of common stock equal to 100% of the grant.
- Restricted Stock Units granted on March 31, 2021.
- The totals reported in the reported RSU vesting do not include 17 shares that, due to administrative error, were incorrectly included in the Reporting Person's Form 4 reporting the RSU grant.

Jason 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.