

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):
March 31, 2021

McCormick & Co Inc.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

001-14920
(Commission
File Number)

52-0408290
(IRS Employer
Identification No.)

24 Schilling Road
Hunt Valley

Suite 1
Maryland
(Address of principal executive offices)

21031
(Zip Code)

Registrant's telephone number, including area code: 410 771-7301

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	MKC-V	New York Stock Exchange
Common Stock Non-Voting	MKC	New York Stock Exchange

Indicate by check mark whether the Registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

On March 31, 2021, the Registrant held its Annual Meeting of Stockholders, at which (i) directors were elected, (ii) Ernst & Young LLP's appointment as the Registrant's independent registered public accounting firm for the fiscal year ending November 30, 2021 was ratified, (iii) the compensation paid to the Registrant's Named Executive Officers was approved in an advisory vote, and (iv) an amendment to The Registrant's Charter to increase the number of authorized shares of each class of common stock and establish a par value for the common stock was approved. The proposals are described in detail in the 2021 Proxy Statement filed with the Securities and Exchange Commission on February 17, 2021. The final results for the votes regarding each proposal are set forth below.

1. Registrant's stockholders elected eleven directors to the Registrant's Board of Directors, to hold office until the next Annual Meeting of Stockholders or until their respective successors are duly elected and qualified. The votes regarding this proposal were as follows:

	For	Against	Abstained	Broker Non-Votes
Anne L. Bramman	11,765,879	156,788	25,822	3,069,484
Michael A. Conway	11,675,859	247,100	25,530	3,069,484
Freeman A. Hrabowski, III	11,664,467	175,432	108,590	3,069,484
Lawrence E. Kurzius	11,809,028	117,217	22,244	3,069,484
Patricia Little	11,812,306	113,692	22,491	3,069,484
Michael D. Mangan	11,750,566	174,634	23,289	3,069,484
Maritza G. Montiel	11,796,896	126,585	25,008	3,069,484
Margaret M.V. Preston	11,778,710	146,621	23,158	3,069,484
Gary Rodkin	11,664,600	256,852	27,037	3,069,484
Jacques Tapiero	11,774,282	149,163	25,044	3,069,484
W. Anthony Vernon	11,784,452	139,057	24,980	3,069,484

2. Registrant's stockholders ratified the Appointment of Ernst & Young LLP as the Registrant's Independent Registered Public Accounting firm for the fiscal year ending November 30, 2021. The votes regarding this proposal were as follows:

For	Against	Abstain	Broker Non-Votes
14,875,095	123,433	19,445	0

3. Registrant's stockholders approved in an advisory (non-binding) vote the compensation paid to the Registrant's Named Executive Officers. The votes regarding this proposal were as follows:

For	Against	Abstain	Broker Non-Votes
11,620,070	247,686	80,733	3,069,484

4. Registrant's stockholders approved an amendment to McCormick's Charter to increase the number of authorized shares of each class of common stock and establish a par value for the common stock:

For	Against	Abstain	Broker Non-Votes
11,544,438	272,384	131,667.00	3,069,484

No other matters were submitted for stockholder action.

Exhibit Number

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Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document).

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

McCORMICK & COMPANY, INCORPORATED

Date: April 2, 2021

By:

/s/ Jeffery D. Schwartz

Jeffery D. Schwartz

Vice President, General Counsel & Secretary