



McCORMICK

Bringing Passion to Flavor™

Alan Wilson, Chairman, President & CEO
Gordon Stetz, Exec Vice President & CFO

June 3, 2011



Alan Wilson
Chairman, President & CEO



Gordon Stetz
Executive Vice President & CFO



Joyce Brooks
VP Investor Relations



Forward-looking Information

Certain information contained in these materials and our remarks are “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934 , including those related to: expected results of operations of businesses acquired by us, the expected impact of the prices of raw materials on our results of operations and gross margins, the expected impact of raw material costs and our pricing actions on our results of operations and gross margins, the expected productivity and working capital improvements, expected trends in net sales and earnings performance and other financial measures, the expectations of pension and postretirement plan contributions, the holding period and market risks associated with financial instruments, the impact of foreign exchange fluctuations, the adequacy of internally generated funds and existing sources of liquidity, such as the availability of bank financing, our ability to issue additional debt or equity securities, and our expectations regarding purchasing shares of our common stock under the existing authorization.

Forward-looking statements are based on management’s current views and assumptions and involve risks and uncertainties that could significantly affect expected results. Results may be materially affected by external factor such as: damage to our reputation or brand name, business interruptions due to natural disasters or similar unexpected events, actions of competitors, customer relationships and financial condition, the ability to achieve expected cost savings and margin improvements, the successful acquisition and integration of new businesses, fluctuations in the cost and availability of raw and packaging materials, changes in regulatory requirements, and global economic conditions generally which would include the availability of financing, interest and inflation rates as well as foreign currency fluctuations, fluctuations in the market value of pension plan assets and other risks described in our Form 10-K for the fiscal year ended November 30, 2010.

Actual results could differ materially from those projected in the forward-looking statements. We undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

McCormick Highlights

Founded in **1889**

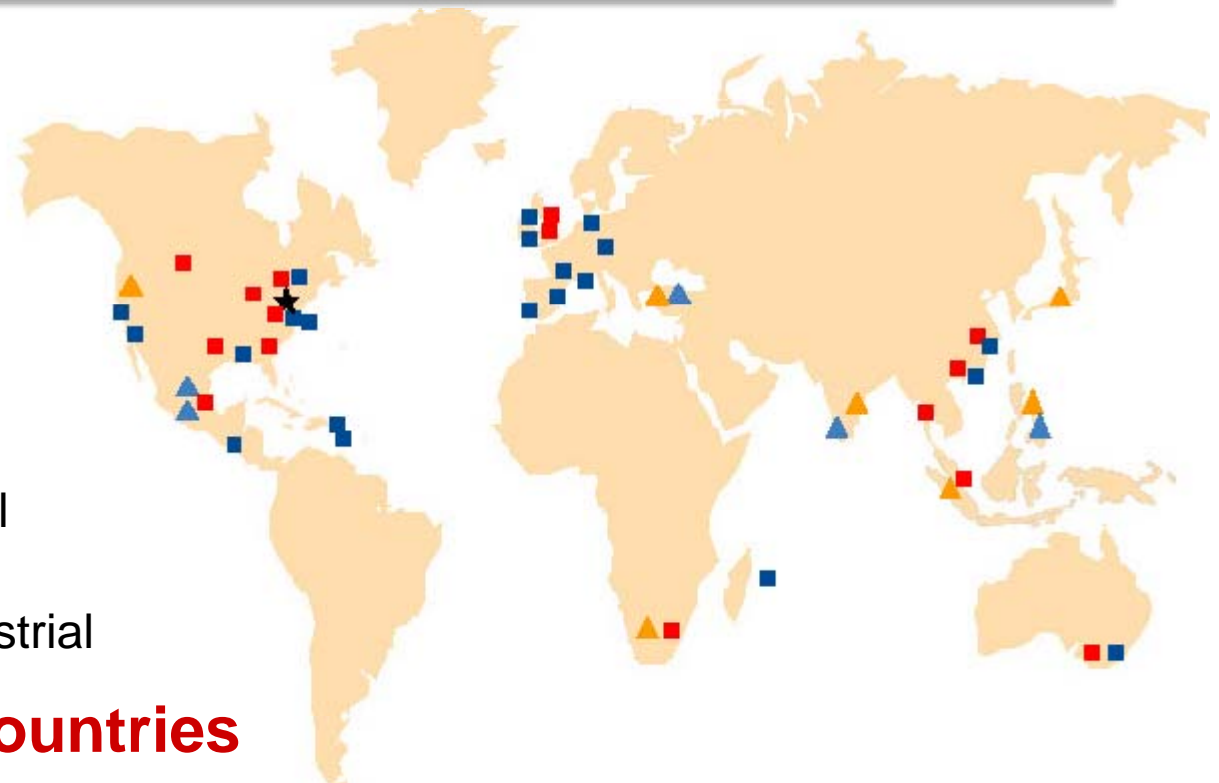
7500 Employees Worldwide

\$3.3 Billion in sales

60% US / **40%** International

60% Consumer / **40%** Industrial

Products sold in over **100 Countries**



CONSUMER BUSINESS

■ Consolidated Operations

▲ Joint Ventures

INDUSTRIAL BUSINESS

■ Consolidated Operations

▲ Joint Ventures

★ Corporate Headquarters

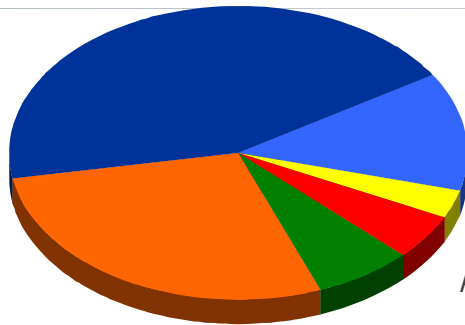
McCormick Brings Passion to Flavor



Delivering Flavor to Consumers at All Types of Eating Occasions

Total Company 2011
\$3.3B Net Sales

Americas Consumer 44%



EMEA Consumer 13%

Asia Pacific Consumer 3%

Asia Pacific Industrial 5%

Americas Industrial 28%

EMEA Industrial 7%



No matter where or what you eat, each day you are likely to enjoy something flavored by McCormick

McCormick Brings Passion to Flavor





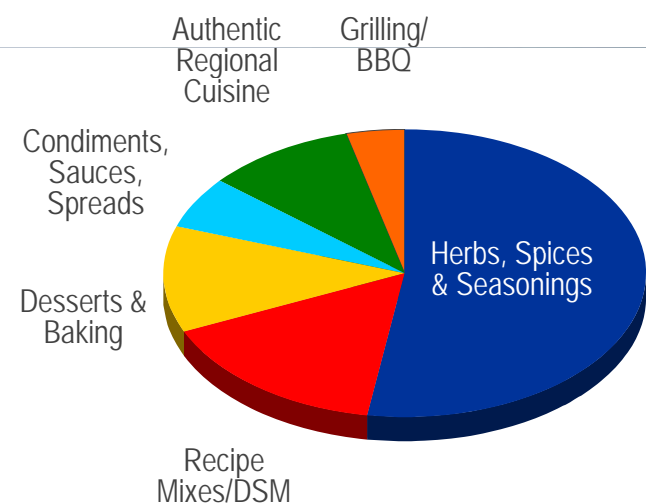
Consumer Business Growth Platforms

Global core growth platforms

	Americas	EMEA	Asia/ Pacific
Herbs, Spices & Seasonings	✓	✓	✓
Recipe Mixes/Dry Seasoning Mixes	✓	✓	✓
Home-made Desserts & Baking	✓	✓	✓
Condiments, Sauces & Spreads	✓		✓

Opportunity growth platforms

Grilling/BBQ	✓	✓	✓
Authentic Regional Cuisine	✓	✓	



Global Core Growth Platforms

Herbs, Spices & Seasonings



#1

US

#1

Canada

#1

UK

#1

France

#1

Iberia

#1

Belgium

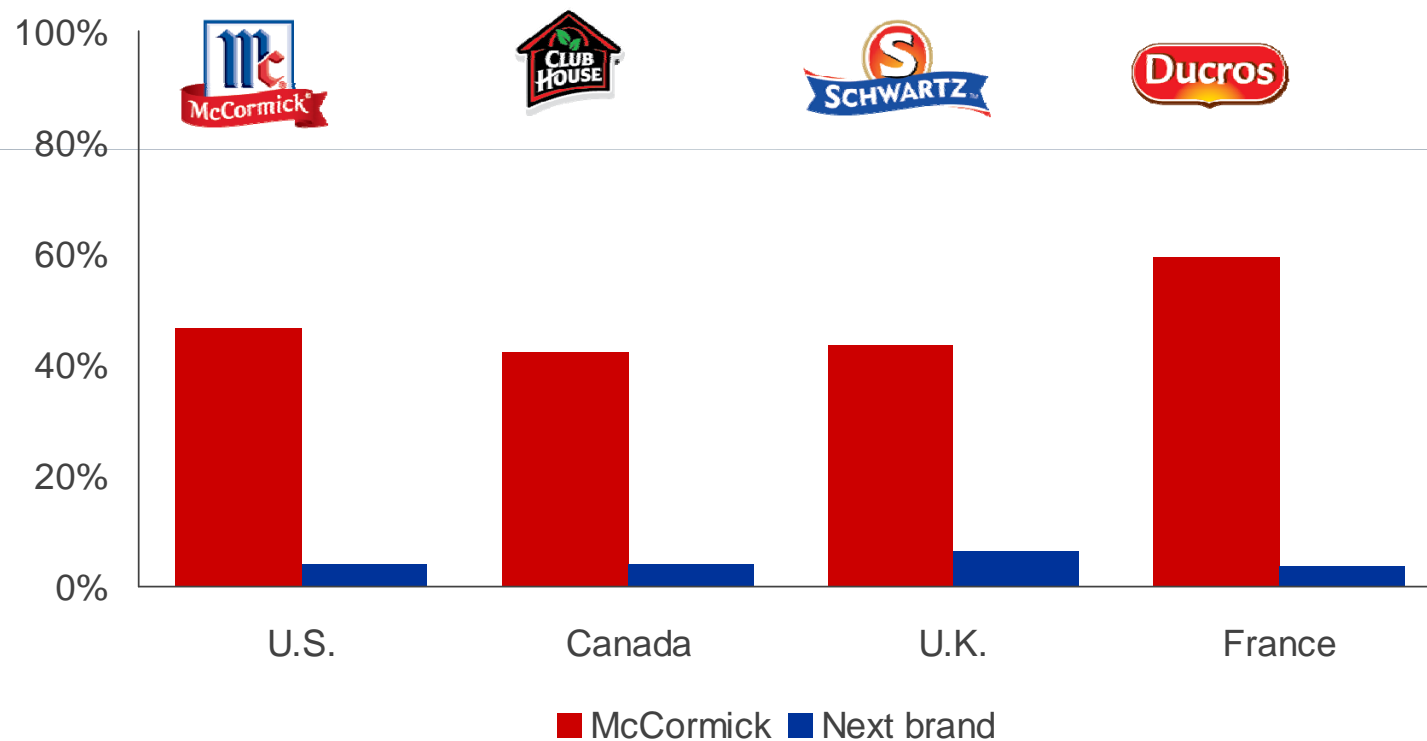
#1

Switzerland

#1

China

Leading Shares in Our Core Growth Platforms



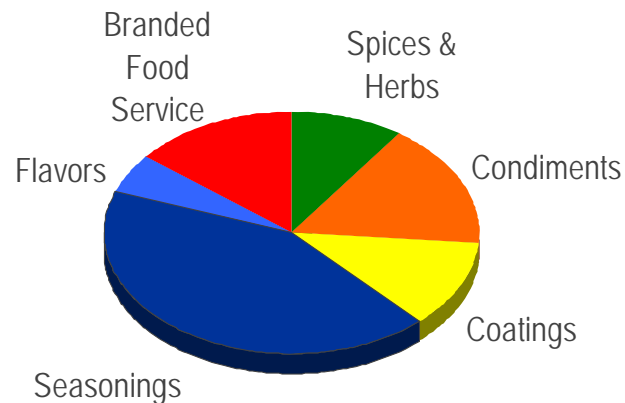
Dollar share of McCormick's branded products in herbs, spices and seasoning category.

McCormick Brings Passion to Flavor



A Leader in Industrial Business

Supplying industry
leaders ...



... with a full range of
flavor solutions

Base Business Growth: Customer Intimacy



- ❖ USA Supplier of the Year 2010 and 2009
- ❖ USA Innovation Award 2010



- ❖ Supplier of the Year 2010



- ❖ Supplier of the Year 2010



- ❖ 2010 Supplier of the Year



- ❖ MKC Ranked 3rd in Top 100 Suppliers



- ❖ 2009 Global New Product Development Award



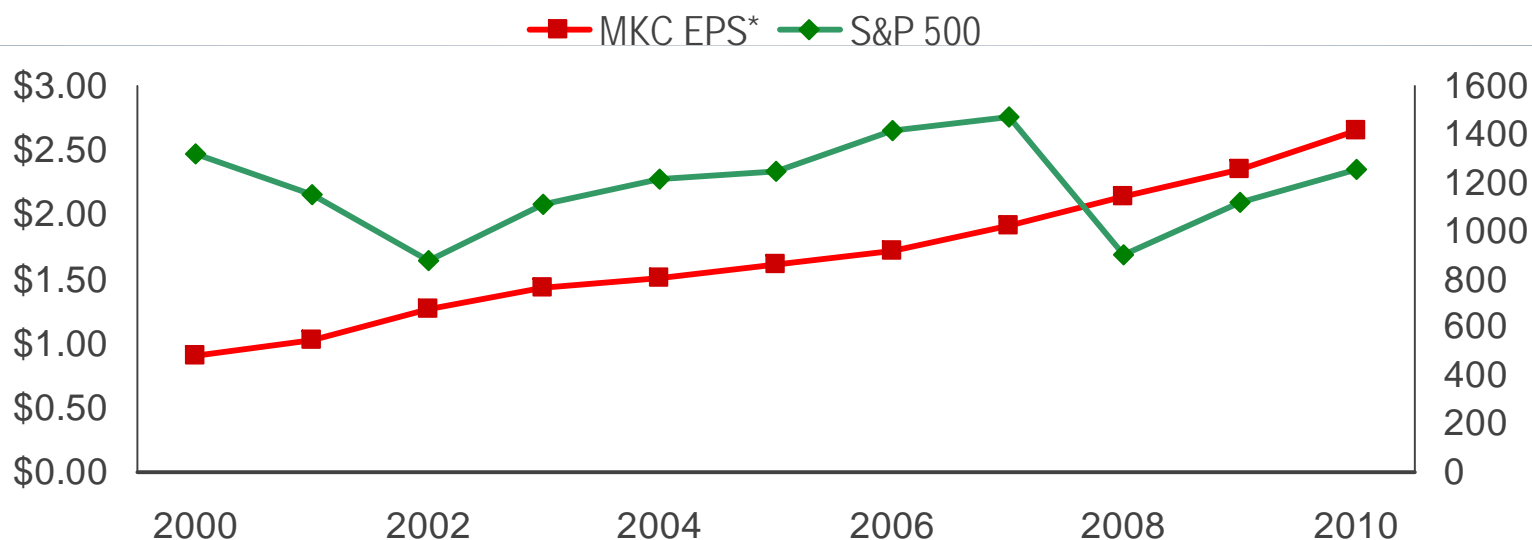
- ❖ 2009 Golden Link Award for Supplier Excellence



- ❖ Seasoning Supplier of the Year - 2009

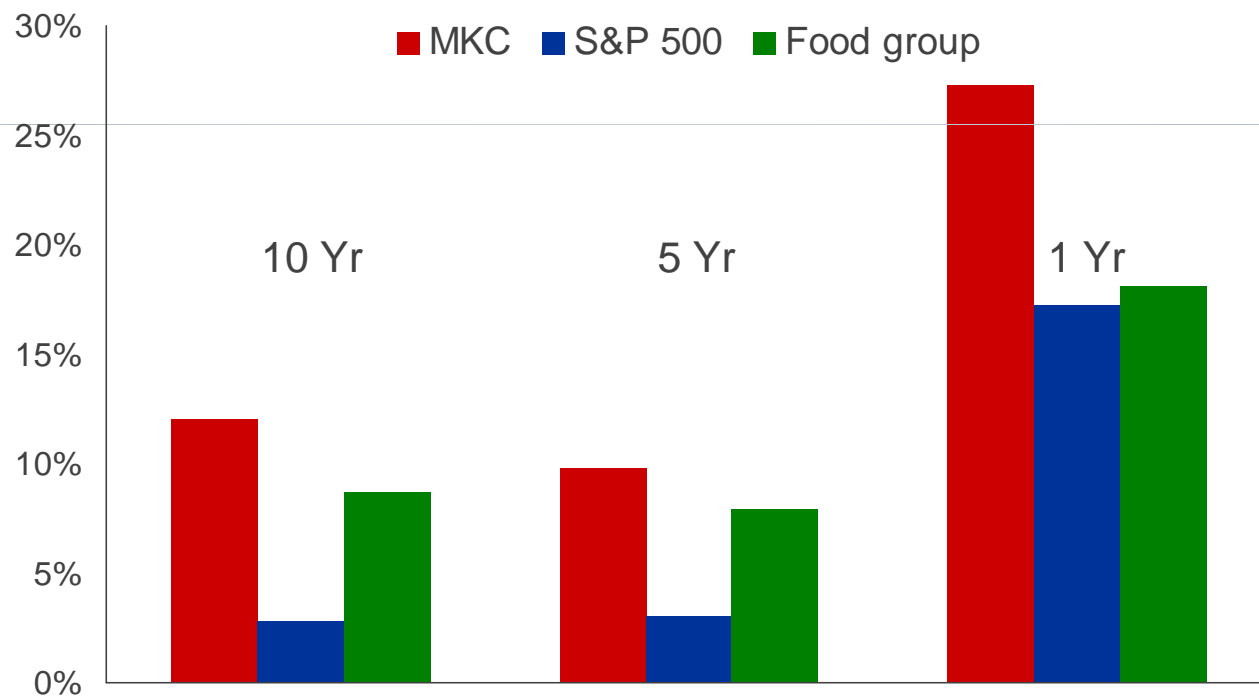
Resilient Business

EPS Growth in Each of the Last 10 Years, in Up and Down Markets



*EPS from continuing operations on comparable basis, excluding restructuring and unusual items

Strong Shareholder Return



Source: Bloomberg Total Shareholder Return through April 2011

McCormick Uniquely Positioned for Success

Passion for Flavor



Delivering High Performance



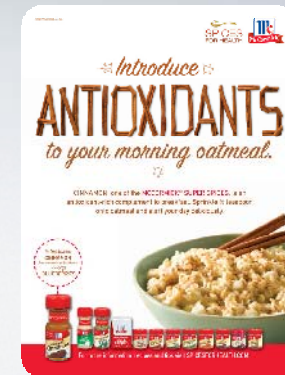
Power of People



Taste You Trust



Inspiring Healthy Choices



McCormick Brings Passion to Flavor.



Passion for Flavor™

- History and heritage of spices and flavors
- Makers of memorable food experiences
- The creative spark behind new taste innovations
- Unrivalled thought leadership in the world of Flavor



McCormick Brings Passion to Flavor.



Power of People™

- Fortune Best Places to Work (2010)
- Culture of respect, inclusion, recognition, collaboration
- Our Values
 - Ethical Behavior
 - Teamwork
 - High Performance
 - Innovation
 - Concern for One Another
 - Success
- Community service and philanthropy
- Multiple Management Boards



Taste You Trust™

- Global sourcing leadership; relationships with local growers
- Global lab integrity program
- Comprehensive sterilization treatment
- Supply chain integrity and traceability
- FDA certified processes; world class standards
- Quality obsessed

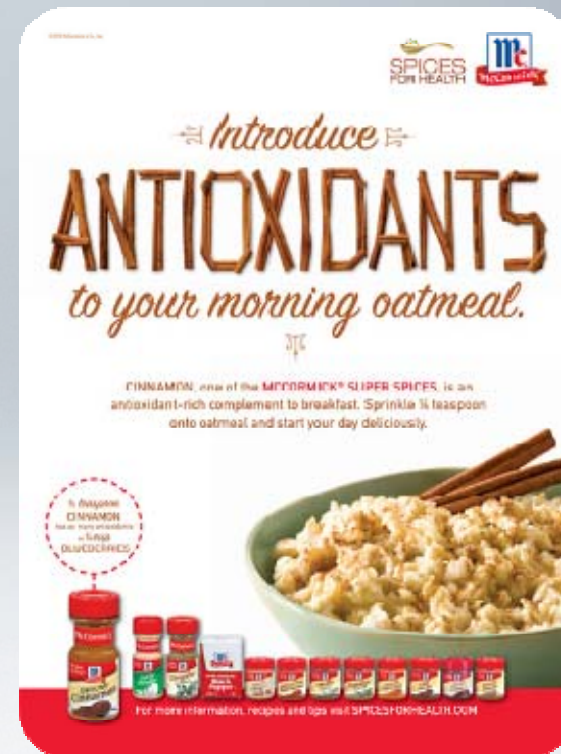


McCormick Brings Passion to Flavor.



Inspiring *Healthy Choices*

- Natural goodness of herbs & spices
- McCormick Science Institute
- Sodium reduction commitment
- Healthy Weight Commitment Foundation
- Workplace wellness initiatives



Delivering *High Performance*



* On a comparable basis.

- **Sales Growth**
 - Category leadership
 - Innovation
 - Accretive acquisitions
- **Comprehensive Continuous Improvement**
 - Goal to reduce costs \$150 million by 2013
- **Shareholder Returns**
 - 20-year Total Annual Shareholder Return 11%
 - Dividends paid every year since 1925
 - Double digit compound annual EPS growth last 10 years*

McCormick Brings Passion to Flavor.



McCormick Uniquely Positioned for Success

Passion for Flavor



Delivering High Performance



Power of People



Taste You Trust



Inspiring Healthy Choices



McCormick Brings Passion to Flavor.



Our Strategy for Growth

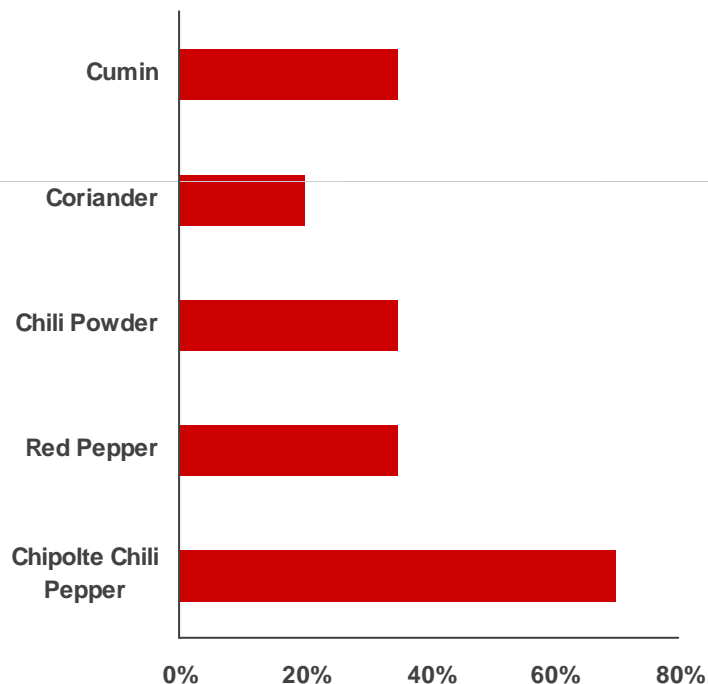


McCormick Brings Passion to Flavor

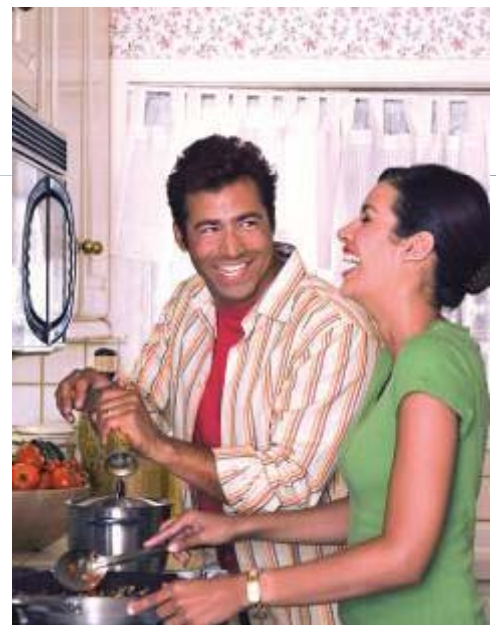


Consumers Using More Flavor

- Consumption of spices has grown almost **3 times** as fast as population growth
- Today's pantry consists of about **40** spices, compared to less than 10 in the 1950's
- About **1/3** watch cooking shows regularly
- Nearly **2/3** like to get creative with the food they cook



5 year increase



USDA Consumption Data; Lawry's "What's Your Flavor?" Survey

McCormick Brings Passion to Flavor



As a Leader in Our Core Growth Platforms, We Are Driving Growth

We grow our business by:

**Base
Business
Growth**

**Product
Innovation**

Acquisitions

Helping Consumers Add Flavor

Initiatives like *Flavor Forecast*® position McCormick as a leader with retail and industrial customers in markets around the world



Helping Consumers Add Flavor

Online Recipe Marketing/ Search



You Tube Recipe Videos



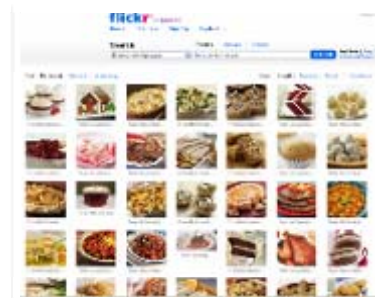
Healthy Eating Weekly Planner

	MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY	SAURDAY	SUNDAY
Breakfast							
Lunch							
Dinner							

FREE Schwartz iPhone App.



Flickr Recipes



Mobile Recipe Downloads



McCormick Brings Passion to Flavor



Consumers Want *to Eat Healthy*



SPICES FOR HEALTH McCormick

Introduce
ANTIOXIDANTS
to your morning scramble.

BLACK PEPPER, one of the MCCORMICK® SUPER SPICES, is known for its natural antioxidant properties. It's also famous for being delicious on scrambled eggs. Sprinkle 1/2 teaspoon onto eggs for a good morning.

1/2 teaspoon
BLACK PEPPER
1/2 cup
CHOPPED
TOMATOES

McCormick®
PER GRINDING
black
pepper

For more information, recipes and facts visit SPICESFORHEALTH.COM

60%

“Make sure I get enough antioxidants”

Yankelovich U.S. study

25%

“Eat spices for their antioxidant benefits”

Etude BVA pour Ducros février 2009 in France

McCormick Brings Passion to Flavor



Consumers Want *to Eat Healthy*

- Reduced sodium
- Reduced fat
- Reduced sugar
- More antioxidants
- Simple ingredients



McCormick Brings Passion to Flavor



Consumers Want *Value*

10% of the Cost / 90% of the Flavor



	Price per Serving
Black pepper	4¢
Chili mix	29¢
Jambalaya	31¢



per serving

Consumers Want Value

Ducros
Une finale pour tout changer!

Comment économiser **3€** aujourd'hui ?

Spaghetti boulettes & sauce d'Origan
Mélangez 100g de viande hachée, une poignée de chapelure, un œuf et 1 cuillère à soupe d'origan. Formez des boulettes, faites cuire les spaghetti comme d'habitude et ajoutez la sauce.

Lasagnes & soupçon de Cannelle
Pour varier les plaisirs, ajoutez à la sauce à la viande de la cannelle. Ajoutez également 1 cuillère à soupe de miel.

Pâtes au chorizo & poivre de Paprika
Faites revenir un chorizo et un poivre rouge dans une poêle. Ajoutez les pâtes et le paprika. Mélangez bien.

Pour votre santé, évitez de manger trop gras, trop sucré, trop salé.
www.mangerbouger.fr

1€ DE RÉDUCTION IMMÉDIATE
en caisse pour l'achat de 2 produits au choix au sein de la gamme Ducros.

2€ DE RÉDUCTION IMMÉDIATE
en caisse pour l'achat de 3 produits au choix au sein de la gamme Ducros.

McCormick
Live Deliciously

Greek-Style Skillet Supper
Prep Time: 5 minutes
Cook Time: 15 minutes
Serves 5 servings

1 lb. ground beef
1/2 cup chopped onion
2 tsp. McCormick's Organic Lemons
1 tsp. McCormick's Citrusy Ground
1/2 tsp. McCormick's Garlic Powder
1 can (14.5 oz.) no-salt-added tomato paste
1 can (14.5 oz.) diced tomatoes, unsalted
2 tsp. tomato paste
1 1/2 cups no-salt-added green peas
1 1/2 cups frozen spinach or cut green beans, drained
1/4 cup crumbled feta cheese, drained

COOK ground beef and onion in large skillet on medium-high heat until beef is no longer pink, stirring occasionally. Drain fat. Add lemons, citrusy ground, garlic powder, mix well.

STIR in onion, tomatoes and tomato paste. Bring to boil, stir in peas. Reduce heat to medium; cover and cook 10 minutes or until peas are tender. Stir in spinach and 1/2 cup of the feta cheese. Cover. Cook 5 minutes longer or until peas are tender.

SPRINKLE with remaining 1/4 cup feta cheese. Cover. Let stand 5 minutes.

Sign up for great value offers and recipe ideas at mccormick.com/value.

SAV
off any ONE (1) Spice, h

EAT-IN & SAVOR FOR
UNDER \$2
A PERSON



\$3 per serving. Tastes like a million bucks.

Serve something delicious and wholesome for less than \$3 per serving? Absolutely! McCormick seasoning mixes – real food made easy and affordable.

For more low-cost, high-flavor meal ideas, visit mccormick.com/value



McCormick Brings Passion to Flavor



Delivering Convenience With Dry Seasoning Mixes

Restaging Dry Seasoning Mixes in U.S.

- 2010** – Formula simplification
Real Food Made Easy message
- 2011** – Test market:
New communication
Optimized segment structure
New primary & secondary packaging
National launch of television
- 2012** – National launch of campaign
More formula simplification



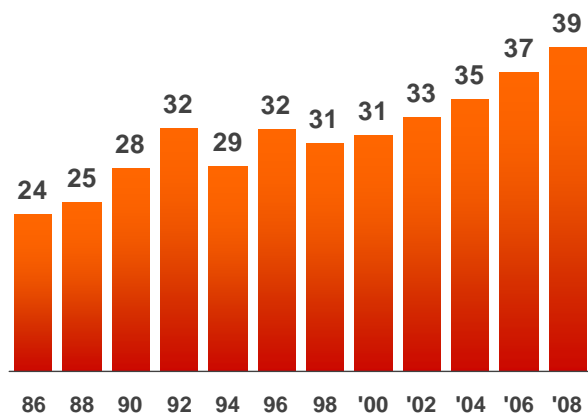
McCormick Brings Passion to Flavor



Grilling Is Hot

Growing Brands in a Growing Category

Percent of Households Using Grill
(At Least Once in Two-Week Period)



Source: All Outlet Consumption FY'09



+7%*



+3%*



+5%*

* 2010 unit increase

McCormick Brings Passion to Flavor



Grilling Is Hot

- 80% use seasonings when they grill
- Shake-on seasoning blends are #1
- 60% learn about new seasonings from displays

Shake-on seasoning blends

Salt & pepper

Bottled/liquid marinade

BBQ sauce

Seasoned salt

Garlic salt

Dry rub



Source: Grilling Awareness & Usage Segmentation study 12/16/10

McCormick Brings Passion to Flavor



U.S. Hispanic Products Sales Will Exceed \$100 Million in 2011

1992

Entered bagged spice market



1998

Introduced first McMEX products



1999

Acquired El Guapo



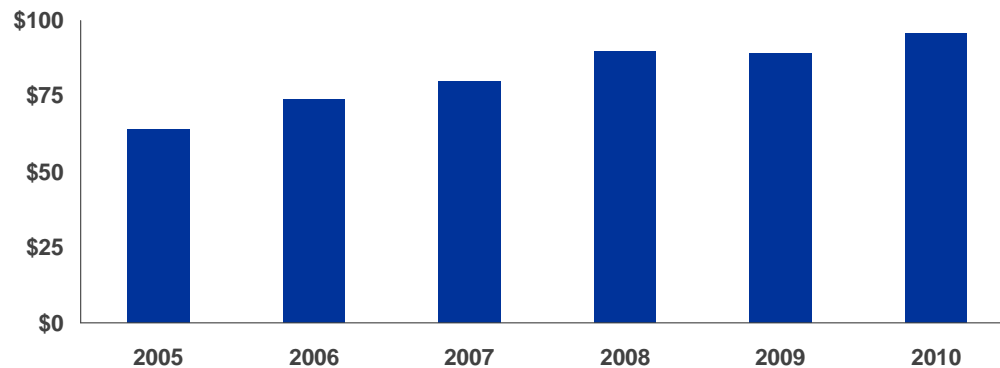
2008

Acquired Lawry's
(High index with Hispanics)



2010

Acquired El Bravo



- U.S. sales of Hispanic products up nearly 50% 2005- 2010

Hispanic Product Growth Drivers

- Create stronger consumer connections
- Extend product portfolio
- Generate greater availability and visibility
- Create infrastructure and resources



In-store Activity Driving Base Business Growth

- Retailers want to get product assortment and promotion “right” in profitable categories

\$ Weekly
Profit / Ft

4



Source: IRI Infoscan Reviews, 52 weeks ending 6/09. Willard Bishop Super Study 2008. U.S. Grocery Center Store categories only.

In-store Activity Driving Base Business Growth

U.S.



**11% increase in
holiday pre-pack
orders**

France



**5% sales
growth with
new display**

U.K.



**80% lift in “hot
spot” items**

China



**Expanding
distribution**

New Distribution Gains

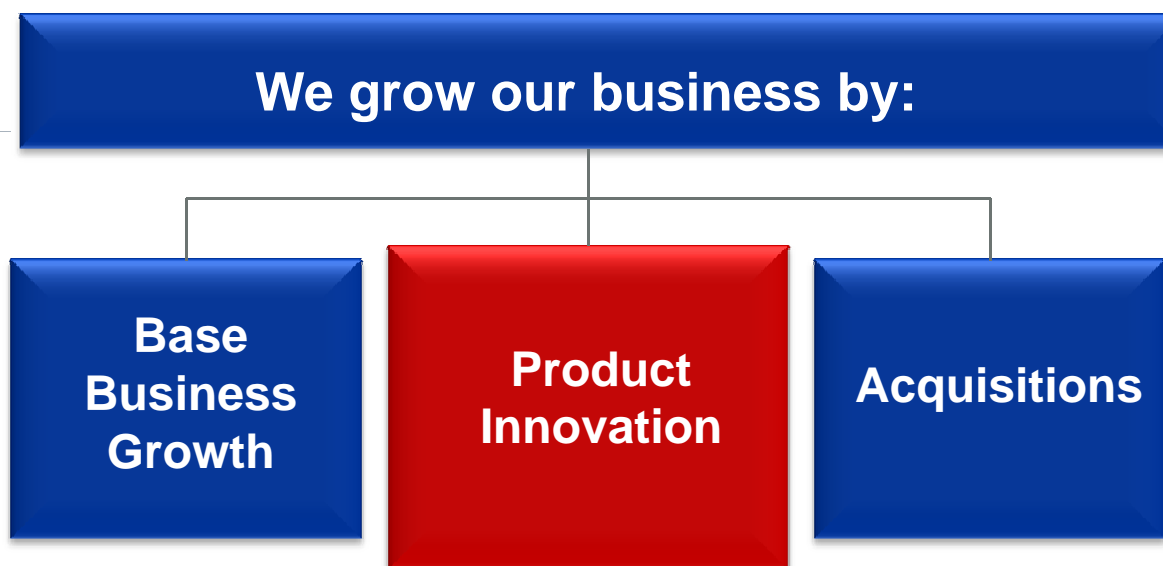
- “Street” markets in China

- France Alternative channel

- U.K. Convenience store channel

- U.S. Drug store private label
- Private label for major U.S. retailer
- Warehouse club test
- U.S. Dollar stores

Driving Growth...



Recipe Inspirations®



Award #1 New Product

- Available in nearly 22,000 Stores
- Unprecedented media coverage
- 57% sales are incremental to the category
- More than 1/3 of consumers are new to McCormick



Recipe Inspirations



- World Flavors launched January 2010
- Endless meal solution possibilities

Main Dish Meals



Apps, Sides & Salads



Breakfast & Baking



Other Brands



McCormick Brings Passion to Flavor



Grinders, Organic and Refill in EMEA



- “Organic + Refill” range in France



- Adjustable grinders in U.K. and France

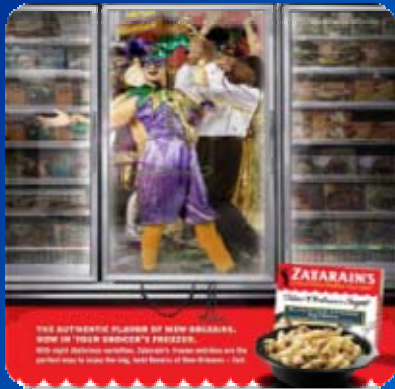
22 New Vahiné® Items in France



Zatarain's® in the Freezer Section

Brand Support Driving Retailer Placement

Print Advertising



Couponing



Social Media



Rice Package



Regional Billboards



In-Store Support



Success with Cross Market Innovation



Slow Cookers

U.S.

Canada

Australia

U.K.



2005



2006



2008



2010

McCormick Brings Passion to Flavor



Success with Cross Market Innovation

Flavourful – Premium Innovation

U.K.



Canada



Perfect Pinch® in U.S. ... to Perfect Shake® in U.K. ... to Other Parts of Europe

U.S.



U.K.



France



McCormick Brings Passion to Flavor



Driving Growth...



Acquisitions

Build Share in Core
Growth Platforms



Expand Opportunity
Growth Platforms



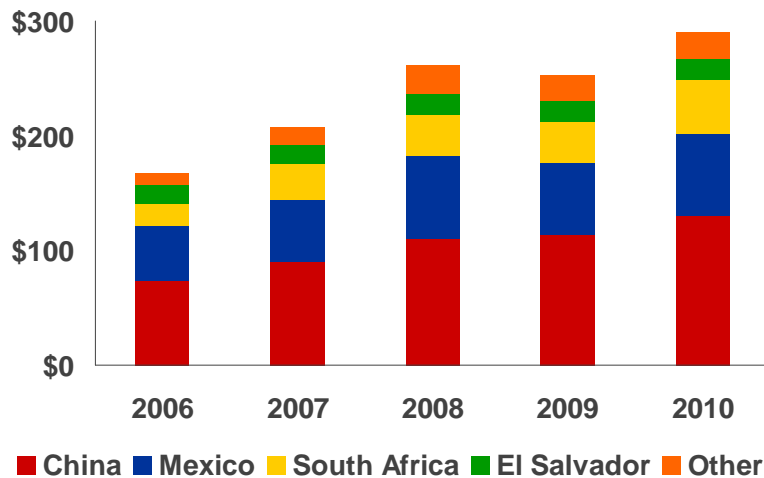
Enter and Increase
Scale in Emerging
Markets



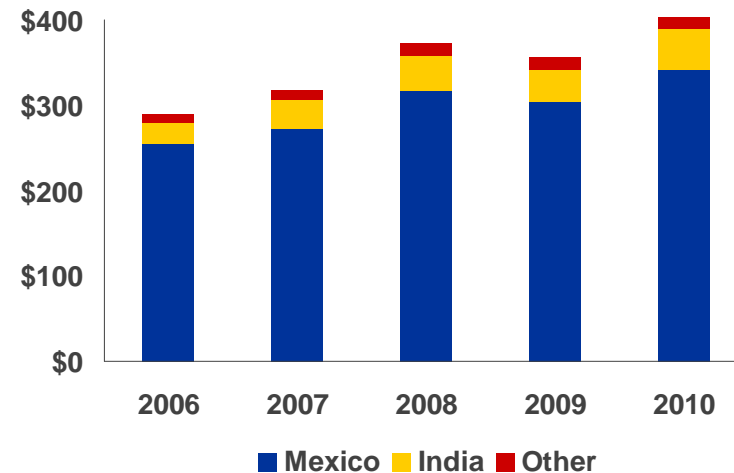
Growing Foothold in Emerging Markets



Consolidated Sales in Emerging Markets Had 15% CAGR 2006-2010 Across Both Consumer and Industrial Business



Sales of Joint Ventures in Emerging Markets Had 9% CAGR 2006-2010*

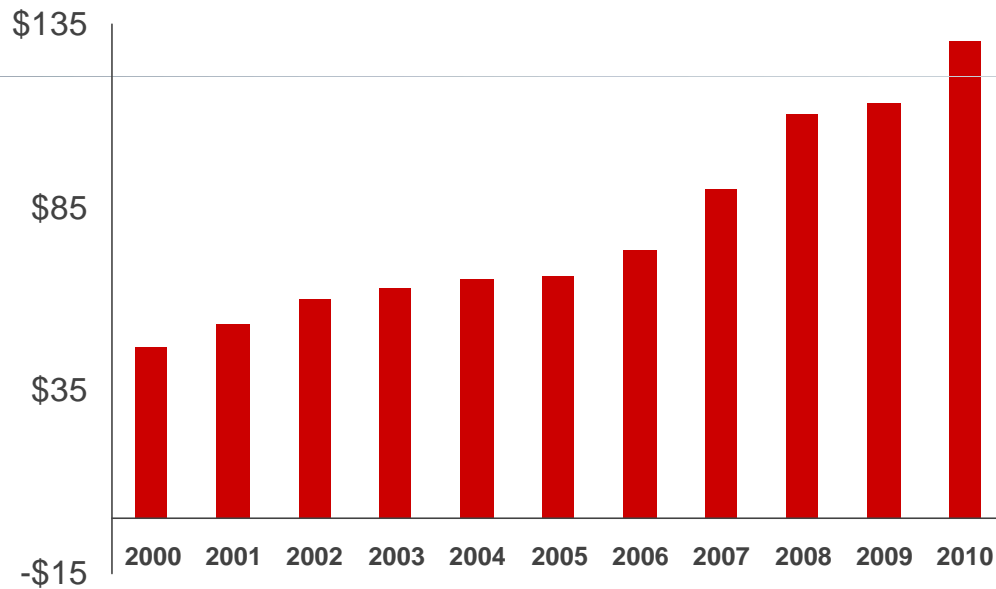


*Total joint venture sales shown, not just McCormick's share of sales.

McCormick Brings Passion to Flavor



Success in China



- Entered China in 1987
- Profitable in first years
- A second decade of growth in 2000-2010

Opportunities to expand in China

- Brand support
- Product innovation
- Distribution expansion
- Acquisitions



Attractive Market in India

- Spice consumption > 5x U.S.
- Organized retail <5% of total Food & Grocery
- Middle Class projected to grow to 40% of population by 2025
- Seeking the quality and convenience of branded spice products vs bulk spices



Source: Industry estimates, McKinsey estimates

McCormick Brings Passion to Flavor



Foothold in India with Leading Brand JV

Opportunity with Eastern Joint Venture

- Market leader in Kerala with > 55% share, 40% household penetration
- 100% brand awareness, > 90% repeat purchase
- Profitable for 10 years
- Annual sales growth averaged > 25% past 3 years



Recent agreement expands business in India

Opportunity with Kohinoor Joint Venture

- Leading national brand of naturally flavored basmati rice in India
- Approximately \$85 million in sales
- Sales growing at double-digit rate, with distribution network to 350,000 retailers
- EPS accretive beginning in 2012



Point of Entry into Consumer Market in Turkey



JV with Ülker Group



- Ülker - biggest food company in Turkey
- Position brand to accelerate conversion from bulk market

Successful Joint Venture in Mexico

McCormick de Mexico



#1	In Mayonnaise
#1	In Marmalade
#1	In Spices & Seasonings
#2	In Tea



- 8% CAGR sales last five years
- El Salvador - exports into 8 other countries in Latin America

Expansion Opportunities in South America



Acquisitions

Joint
Ventures and
licensees

Organic
growth

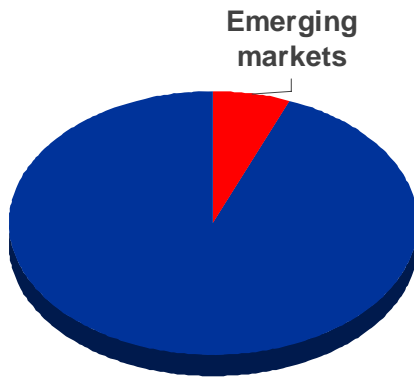
Steady In-roads in Africa

- Industrial business in South Africa since 1992
- Entered into joint venture in 2006
- Expanding facilities, with Create IT center in 2010
- Export into 17 countries in Africa
- Expanded distribution of Ducros brand into North Africa in 2010

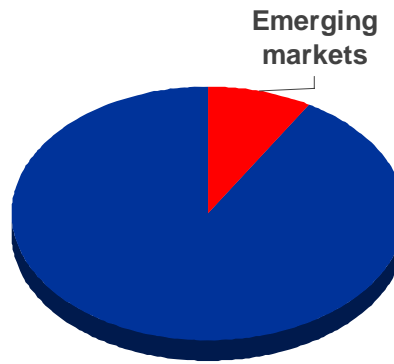


Expect Role of Emerging Markets to Expand

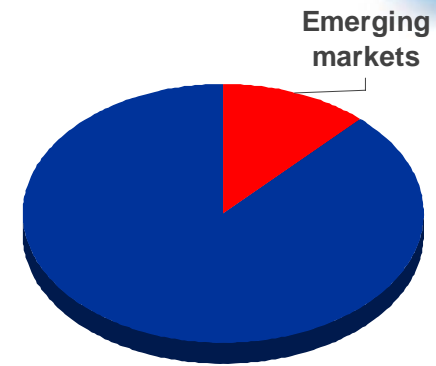
Consolidated Sales in Emerging Markets Expected to Be
12% Portfolio by 2015



2006: 6%



2010: 9%



2015: 12%

We grow our business by:

**Base
Business
Growth**

**Product
Innovation**

Acquisitions

4 to 6% sales growth

Our Strategy for Growth

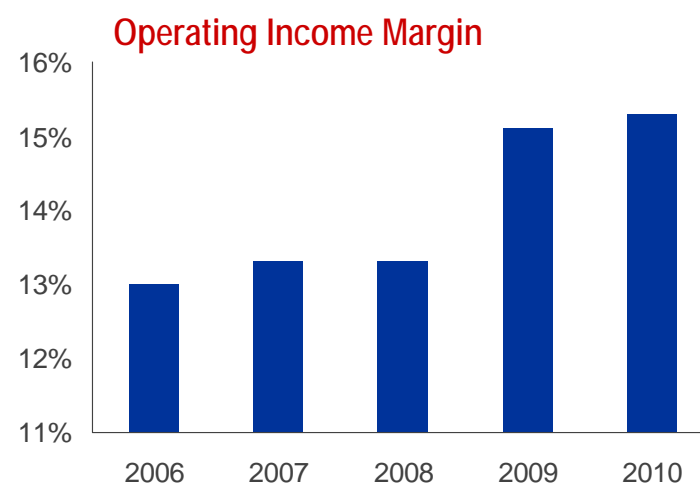


McCormick Brings Passion to Flavor



Improving Margins in 2 Ways

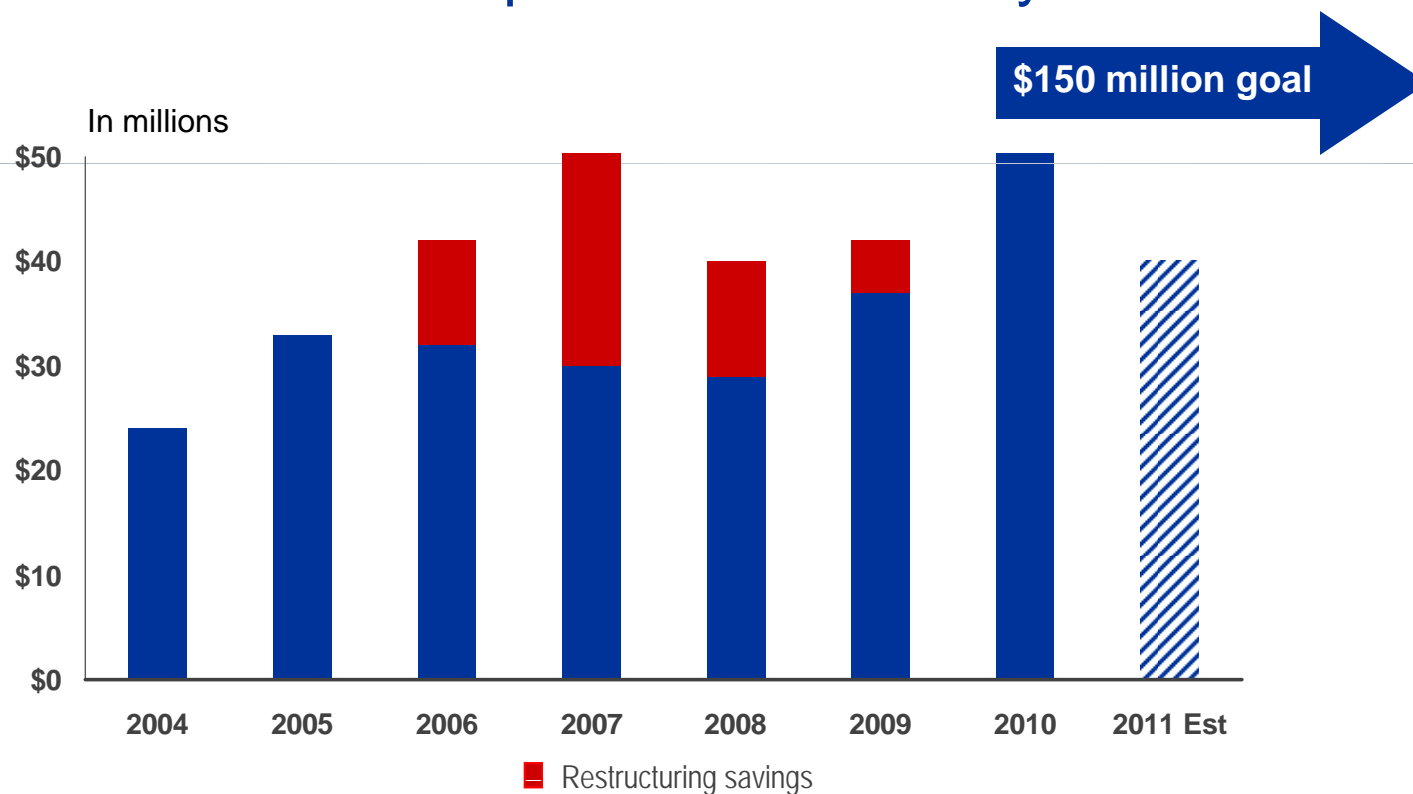
Improved Productivity +
More Favorable Business Mix



On comparable basis excluding restructuring charges; see reconciliation to non-GAAP operating income.

Improving Margins in 2 Ways

Improved Productivity



CCI: Comprehensive Continuous Improvement

Global
Perspective

Building
Direct
Connectivity

Pull vs
Push
Approach

Champions
and Cross-
functional
Teams

CCI: Comprehensive Continuous Improvement

Supply Chain Excellence

- Manage labor & overhead costs through McCormick High Performance System
- Manage input costs through global sourcing and “fit for use”
- Optimize capacity utilization

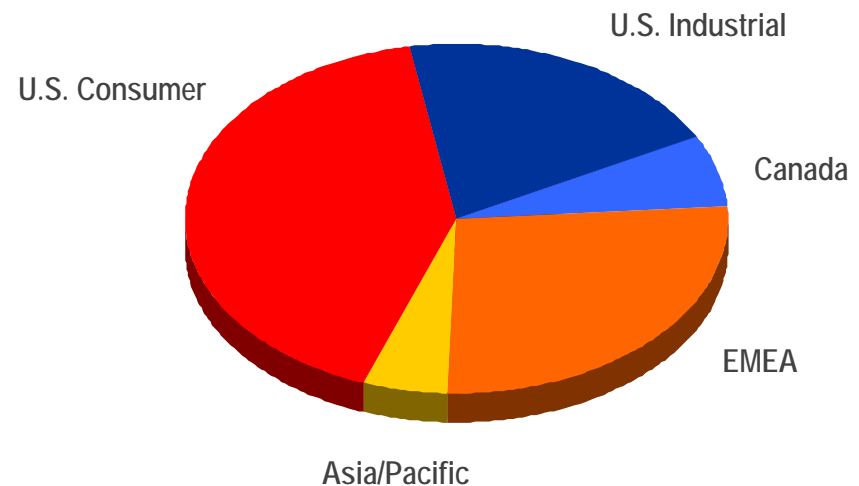
SG&A Leverage Through Simplification and Standardization

- Extend global shared services
- Improve business processes
- Leverage our IT investment
- Leverage our scale

CCI: Comprehensive Continuous Improvement

- Productivity improvements throughout business units
- CCI cost savings projected to be at least \$40 million in 2011

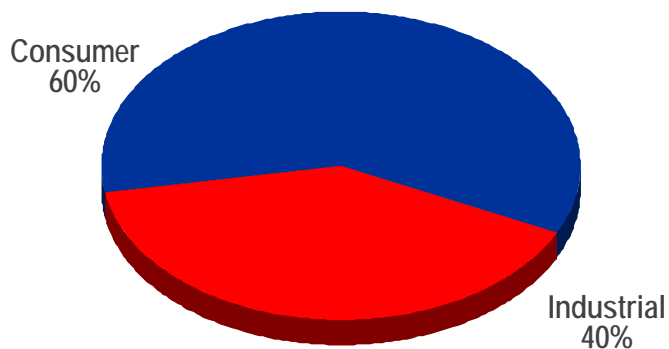
**Projected 2011 CCI Savings
by Region**



More Favorable Business Mix

Shift Toward Consumer Business

2010 Net Sales By Segment

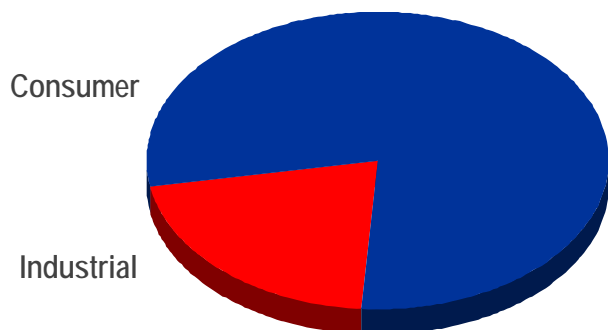


	% Portfolio Sales	2007	2010	2013 Est
Consumer		58%	60%	~ 63%
Industrial		42%	40%	~ 37%

More Favorable Business Mix

Shift Toward Consumer Business +
Higher Industrial Business Margins

2010 Operating Income By Segment



Operating Income Margins

2010

Consumer

20%

Reinvest

Industrial

8%

Improve

Total Business

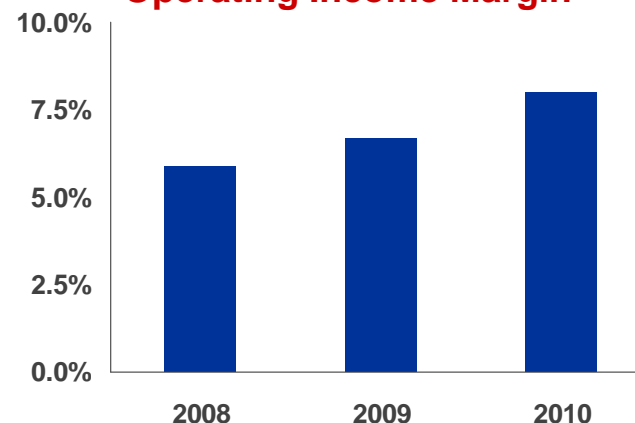
15%

More Favorable Business Mix

Higher Industrial Business Margins

- Industrial business operating income up 36% since 2008*
- Improving margins with innovation behind value-added products and CCI
- Goal to reach 9-10% industrial business operating income margin by 2013

**Industrial Business
Operating Income Margin***



*On comparable basis excluding restructuring charges.

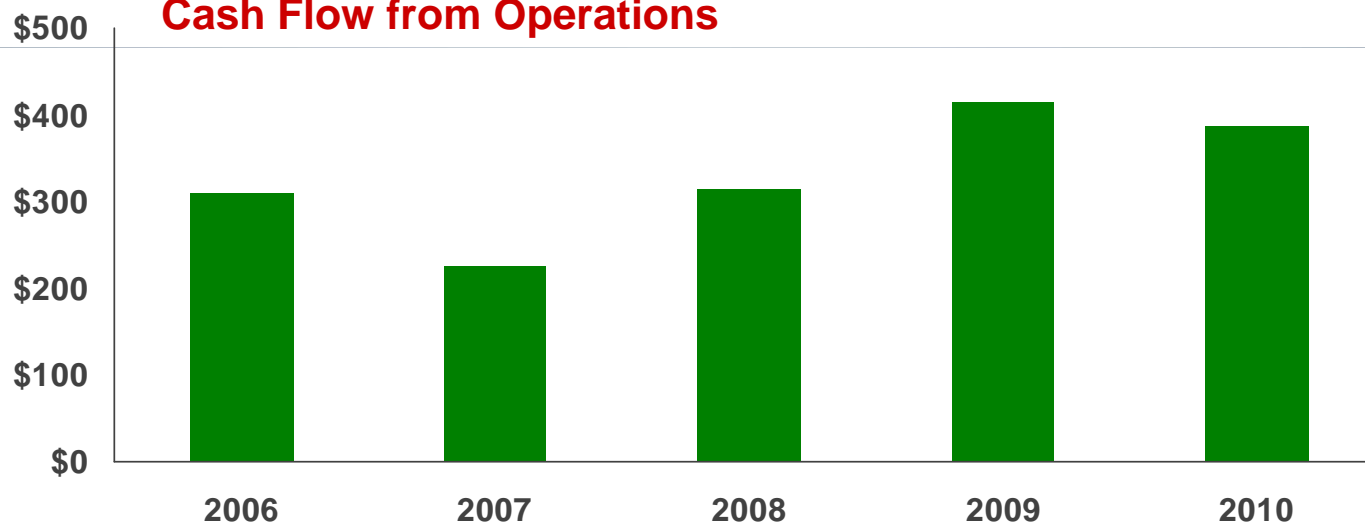
Long-term Objectives

Sales growth	4-6%
Gross profit margin	+50 bp
Operating income margin	16-17% by 2013
Leverage cash	2% add to EPS
EPS	9-11%
Dividend yield	2%
Total shareholder return	11-13%

Long-term Objectives

Strong Cash Flow

Cash Flow from Operations



Goal to remove 10 days from cash conversion cycle 2010-2012

From Cash to Shareholder Value

Balanced Approach to Uses of Cash

Dividends

- 25th consecutive increase in 2010
- Paid every year since 1925
- S&P 500 Dividend Aristocrats

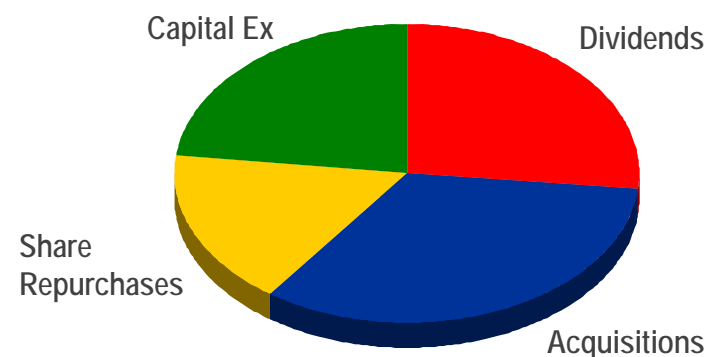
Acquisitions

- Avg \$114 million annually past 10 yrs

Share repurchase

- Avg 2% annual reduction when program is active

Uses of Cash 2001 to 2010



Capital expenditures is net of proceeds from sale of assets. Share repurchases are net of proceeds from option exercise.

McCormick Brings Passion to Flavor



Delivering Shareholder Value

- Improving margins
 - CCI
 - Improving Industrial business margin
 - Acquisition of consumer brands improving overall mix
- From cash to shareholder value
 - Working capital improvements
 - Balanced uses of cash
- Increased EPS and Total shareholder return

Key Takeaways

- ❖ Global leader in delivering flavor
- ❖ Growth platforms to build our business
- ❖ Initiatives driving the top-line
- ❖ Sound balance sheet, strong cash flow, increasing EVA
- ❖ Effective strategy for the next decade of growth



McCORMICK

*Bringing Passion
to Flavor™*



McCormick & Company, Inc. Historical Financial Summary

The financial information contained in this summary should be read in conjunction with the Company's audited financial statements contained in its annual reports.

<i>(millions except per share and ratio data)</i>	2010	2009	2008	2007	2006	2005	2004	2003	2002	2001	2000
For the Year											
Net sales	\$3,336.8	\$ 3,192.1	\$ 3,176.6	\$ 2,916.2	\$ 2,716.4	\$ 2,592.0	\$ 2,526.2	\$ 2,269.6	\$ 2,044.9	\$ 1,939.1	\$ 1,863.5
Net sales prior to EITF 01-09	—	—	—	—	—	—	—	—	—	2,092.9	1,945.1
Percent increase	4.5%	0.5%	8.9%	7.4%	4.8%	2.6%	11.3%	11.0%	5.5%	4.1%	5.9%
Operating income	509.8	466.9	376.5	354.2	269.6	343.5	332.7	295.5	262.4	219.6	200.5
Income from unconsolidated operations	25.5	16.3	18.6	20.7	17.1	15.9	14.6	16.4	22.4	21.5	18.6
Net income from continuing operations	370.2	299.8	255.8	230.1	202.2	214.9	214.5	199.2	173.8	137.1	124.5
Net income	370.2	299.8	255.8	230.1	202.2	214.9	214.5	210.8	179.8	146.6	137.5
Per Common Share											
Earnings per share - diluted											
Continuing operations	\$ 2.75	\$ 2.27	\$ 1.94	\$ 1.73	\$ 1.50	\$ 1.56	\$ 1.52	\$ 1.40	\$ 1.22	\$ 0.98	\$ 0.89
Discontinued operations	—	—	—	—	—	—	—	0.09	0.04	0.07	0.09
Accounting change	—	—	—	—	—	—	—	(0.01)	—	—	—
Net income	2.75	2.27	1.94	1.73	1.50	1.56	1.52	1.48	1.26	1.05	0.99
Earnings per share - basic	2.79	2.29	1.98	1.78	1.53	1.60	1.57	1.51	1.29	1.06	1.00
Common dividends declared	1.06	0.98	0.90	0.82	0.74	0.66	0.58	0.49	0.425	0.405	0.385
Market Non-Voting closing price - end of year	44.01	35.68	29.77	38.21	38.72	31.22	36.45	28.69	23.79	21.50	18.63
Book value per share	11.00	10.19	8.17	8.57	7.20	6.25	6.79	5.67	4.37	3.44	2.71
At Year-End											
Total assets	\$ 3,419.7	\$ 3,387.8	\$ 3,220.3	\$ 2,787.5	\$ 2,568.0	\$ 2,272.7	\$ 2,369.6	\$ 2,145.5	\$ 1,930.8	\$ 1,772.0	\$ 1,659.9
Current debt	100.4	116.1	354.0	149.6	81.4	106.1	173.2	171.0	137.3	210.8	551.9
Long-term debt	779.9	875.0	885.2	573.5	569.6	463.9	465.0	448.6	450.9	451.1	157.2
Shareholders' equity	1,462.7	1,343.5	1,062.8	1,095.0	936.9	829.1	920.7	777.4	610.9	476.1	370.7
Total capital	2,343.0	2,334.6	2,302.0	1,818.1	1,587.9	1,399.1	1,558.9	1,397.0	1,199.4	1,138.0	1,079.8
Other Financial Measures											
Percentage of net sales											
Gross profit	42.5%	41.6%	40.6%	40.9%	41.0%	40.0%	39.9%	39.6%	39.1%	38.0%	35.2%
Operating income	15.3%	14.6%	11.9%	12.1%	9.9%	13.3%	13.2%	13.0%	12.8%	11.3%	10.8%
Capital expenditures	\$ 89.0	\$ 82.4	\$ 85.8	\$ 78.5	\$ 84.8	\$ 66.8	\$ 62.7	\$ 83.0	\$ 92.4	\$ 96.8	\$ 42.0
Depreciation and amortization	95.1	94.3	85.6	82.6	84.3	74.6	72.0	65.3	53.4	60.7	49.7
Common share repurchases	82.5	—	11.0	157.0	155.9	185.6	173.8	120.6	6.8	11.9	72.3
Debt-to-total-capital	37.6%	42.5%	53.8%	39.8%	41.0%	40.7%	40.9%	44.4%	49.0%	58.2%	65.7%
Average shares outstanding											
Basic	132.9	130.8	129.0	129.3	131.8	134.5	137.0	139.2	139.5	137.8	137.6
Diluted	134.7	132.3	131.8	132.7	135.0	138.1	141.3	142.6	142.3	140.2	139.2

Notes to Historical Financial Summary

The historical financial summary includes the impact of certain items that affect the comparability of financial results year to year. In 2010, the Company had the benefit of the reversal of a significant tax accrual. From 2006 to 2009, restructuring charges were recorded and are included in the table below. Also, in 2008 an impairment charge of \$29.0 million was recorded to reduce the value of the Silvo brand. Related to the acquisition of Lawry's in 2008, the Company recorded a net gain of \$7.9 million. In 2004, the net gain from a special credit was recorded. The net impact of these items is reflected in the following table:

<i>(millions except per share data)</i>	2010	2009	2008	2007	2006	2005	2004	2003	2002	2001	2000
Operating income	—	\$ (16.2)	\$ (45.6)	\$ (34.0)	\$ (84.1)	\$ (11.2)	\$ 2.5	\$ (5.5)	\$ (7.5)	\$ (11.2)	\$ (1.1)
Net income	\$ 13.9	(10.9)	(26.2)	(24.2)	(30.3)	(7.5)	1.2	(3.6)	(5.5)	(7.4)	(0.7)
Earnings per share - diluted	0.10	(0.08)	(0.20)	(0.18)	(0.22)	(0.05)	0.01	(0.03)	(0.04)	(0.05)	(0.01)

The reconciliation below shows earnings per share excluding the items in the above table:

Non-GAAP reconciliation

(per share data)

	2010	2009	2008	2007	2006	2005	2004	2003	2002	2001	2000
Earnings per share - diluted											
Continuing operations	\$ 2.75	\$ 2.27	\$ 1.94	\$ 1.73	\$ 1.50	\$ 1.56	\$ 1.52	\$ 1.40	\$ 1.22	\$ 0.98	\$ 0.89
Items affecting comparability	0.10	(0.08)	(0.20)	(0.18)	(0.22)	(0.05)	0.01	(0.03)	(0.04)	(0.05)	(0.01)
Adjusted earnings per share from continuing operations - diluted	\$ 2.65	\$ 2.35	\$ 2.14	\$ 1.91	\$ 1.72	\$ 1.61	\$ 1.51	\$ 1.43	\$ 1.26	\$ 1.03	\$ 0.90

Other items that varied by year are noted below

In 2006, McCormick began to record stock-based compensation expense and prior years' results have not been adjusted. Stock-based compensation impacted operating income, net income and earnings per share as indicated in the table below:

<i>(millions except per share data)</i>	2010	2009	2008	2007	2006
Operating income	\$ (11.9)	\$ (12.7)	\$ (17.9)	\$ (21.2)	\$ (22.0)
Net income	(8.9)	(8.7)	(12.4)	(14.7)	(15.1)
Earnings per share - diluted	(0.07)	(0.07)	(0.10)	(0.11)	(0.11)

Also in 2006 McCormick reclassified the net book value of in-store displays from property, plant and equipment to other assets. Capital expenditures through 2002 have been adjusted to reflect this reclassification.

In 2003, McCormick sold its packaging segment and Jenks Sales Brokers in the U.K. and 2001 and 2002 were restated for these discontinued operations. Also in 2003, McCormick consolidated the lessor of a leased distribution center which was recorded as an accounting change.

In 2002, all share data was adjusted for a 2-for-1 stock split. In addition, McCormick adopted SFAS No. 142, "Goodwill and Other Intangible Assets." Prior year results have not been adjusted. Also in 2002, McCormick implemented EITF 01-09. Results were reclassified for 2001 and 2000.

Common dividends declared includes fourth quarter dividends which, in some years, were declared in December following the close of the fiscal year.

Total capital includes debt and shareholders' equity.

Additional Reconciliation Information by Segment

	<u>2010</u>	<u>2009</u>	<u>2008</u>
Consumer Business			
Net sales	\$1,999.0	\$1,911.2	\$1,280.9
Operating income	402.4	385.6	304.6
Restructuring charges	<u>0.0</u>	<u>12.3</u>	<u>38.7</u>
Operating income excluding restructuring charges	402.4	397.9	343.3
Operating income margin excluding restructuring charges	20.1%	20.8%	26.8%
Industrial Business			
Net sales	\$1,337.8	\$1,850.8	\$1,325.8
Operating income	107.4	81.3	71.9
Restructuring charges	<u>0.0</u>	<u>3.9</u>	<u>6.9</u>
Operating income excluding restructuring charges	107.4	85.2	78.8
Operating income margin excluding restructuring charges	8.0%	4.6%	5.9%

McCormick Brings Passion to Flavor



Additional Reconciliation Information

The Company has provided below a reconciliation of GAAP to non-GAAP earnings per share results that exclude the impact of certain items that affect comparability of financial results year-to-year. In 2010, the Company recorded the reversal of a significant tax accrual, and from 2005 to 2009, restructuring charges were recorded. Also, in 2008 an impairment charge was recorded to reduce the value of the Silvo brand. Related to the acquisition of Lawry's in 2008, the Company recorded a gain. The net impact of these items is reflected in the table below.

In 2006, McCormick began to record stock-based compensation expense and prior years' results have not been adjusted. Stock-based compensation reduced earnings per share by \$0.11 in 2006.

	<u>2005</u>	<u>2006</u>	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>
Earnings per share – diluted	\$1.56	\$1.50	\$1.73	\$1.94	\$2.27	\$2.75
Net impact of items affecting comparability	<u>0.05</u>	<u>0.22</u>	<u>0.18</u>	<u>0.20</u>	<u>0.08</u>	<u>(0.10)</u>
Adjusted earnings per share – diluted	\$1.61	\$1.72	\$1.91	\$2.14	\$2.35	\$2.65
% growth		7%	11%	12%	10%	13%
2005 Adjusted EPS	\$1.61					
Impact of stock-based compensation expense 2006 vs 2005	0.11					
Impact on % growth for 2006	7%	14%				