FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	UIVIB APP
STATEMENT OF CHANGES IN DENCEICIAL OWNERSHIP	OMB Number:
	Estimated average

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

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

1. Name and Address of Reporting Person* FITZPATRICK J MICHAEL						2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC]									oplicable) ector		1	10% Owner		
(Last) (First) (Middle) MCCORMICK & COMPANY, INCORPORATED					3. Date of Earliest Transaction (Month/Day/Year) 09/15/2004													Other (specify below)		
18 LOVETON CIRCLE					4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)					
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(St	ate) ((Zip)																		
	Tabl	le I -	Non-Deriv	ativ	e Sec	urities	s Ac	cqui	ired,	Dispo	sed c	of, or	Benefic	ially Own	ed					
		Date	ear)	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)				Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Ownership (Instr.			
								Code	v	Amoun		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				4)		
Stock - Vot	ing													1,49	5	D				
ommon Stock - Voting 09/15/2004			04	4			A	198.872 A \$34		\$34.57	4,525.223		I	I Deferred Compensation Plan		pensation				
	Та	able I													ı	,	,			
vative drifty or Exercise price of Derivative Security Determined by the price of Derivative Security Determined by the price of Derivative Security Execution Date (Month/Day/Year) (Month/Day/Year)								Exp (Mo	piratior onth/Da	Date Amy/Year) Sei		Amount			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		Form: Direct or Indi	(D) rect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Final Conversion or Exercise Price of Derivative (Final Conversion or Exercise Price	(First) (MICK & COMPANY, INC. ETON CIRCLE MD (State) Tab Security (Instr. 3) Stock - Voting 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle MICK & COMPANY, INCORPORT (State) (Zip) Table I - Security (Instr. 3) Stock - Voting Table 2. Conversion or Exercise Price of Derivative (Month/Day/Year) Table (Month/Day/Year)	(First) (Middle) MICK & COMPANY, INCORPORATED ETON CIRCLE (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transaction Date (Month/Day/Y) Table II - Derivative (e.g., p) 2. Transaction Date (Month/Day/Year) A J. Deemed Execution Date, if any (Month/Day/Year)	ATRICK J MICHAEL (First) (Middle) MICK & COMPANY, INCORPORATED ETON CIRCLE (State) (Zip) Table I - Non-Derivativ Security (Instr. 3) Stock - Voting Table II - Derivative (e.g., puts, puts, price of Derivative Conversion or Exercise Price of Derivative 1. 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Explanation of Responses:

Remarks:

W. Geoffrey Carpenter, 09/17/2004 Attorney-in-fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 $^{^{\}star}$ 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).