SECURITIES & 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):
January 23, 2002

McCormick & Company, Incorporated
(Exact name of registrant as specified in its charter)

Maryland	0-748	52-0408290
(State of other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

18 Loveton Circle Sparks, Maryland	21152
(Address of principal executive offices)	(Zip Code)

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

Item 5. Other Events and Regulation FD Disclosure

The Registrant will reflect certain accounting changes in its financial reporting for fiscal year 2002. The Registrant desires to indicate the impact of these accounting changes for each quarter and the full year of fiscal year 2001 as if the changes had been in effect during fiscal year 2001. Attached to this Form 8-K, and filed as Exhibit 99.1 and incorporated herein by reference, is a document entitled "2001 Quarterly Data (Unaudited)."

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits.

99.1: 2001 Quarterly Data (Unaudited).

SIGNATURES

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: January 23, 2002

By: /s/ KENNETH A. KELLY, JR.

Kenneth A. Kelly, Jr.
Vice President & Controller

Exhibit 99.1 -- 2001 Quarterly Data (Unaudited)

THIS DATA IS BEING PROVIDED IN ANTICIPATION OF CERTAIN ACCOUNTING CHANGES THAT WILL BE REFLECTED IN McCORMICK & CO.'S FINANCIAL REPORTING IN FISCAL YEAR 2002. THE DATA BELOW INDICATES THE IMPACT OF THESE UPCOMING CHANGES FOR EACH QUARTER AND THE FULL YEAR OF FISCAL 2001, AS IF THE CHANGES HAD BEEN IN EFFECT DURING THAT PERIOD. THE ACCOUNTING CHANGES ARE DESCRIBED HERE:

In November 2001, the EITF issued EITF 01-09, "Accounting for Consideration Given by a Vendor to a Customer or a Reseller of the Vendor's Products," which is a codification of EITF's 00-14, 00-22 and 00-25. This will require the Company to reclassify certain marketing expenses as a reduction of sales. Concurrent with the adoption of EITF 01-09, the Company is also reclassifying certain expenses from selling, general and administrative expense to cost of goods sold. These reclassifications will take place in the first quarter of fiscal 2002 and prior periods will be reclassified. The effect of these reclassifications on 2001 will be a decrease to sales of $153.9 million, an increase in cost of goods sold of $20.0 million, and a decrease in selling, general and administrative expenses of $173.9 million. These reclassifications will decrease gross profit margin as a percentage of sales from 40.9% to 35.9% and increase operating income as a percentage of sales from 10.1% to 10.8% in 2001. These reclassifications will not impact net income.

In June 2001, the Financial Accounting Standards Board (FASB) issued Statements of Financial Accounting Standards (SFAS) No. 141, "Business Combinations," and No. 142, "Goodwill and Other Intangible Assets." SFAS No. 141 applies to all business combinations with a closing date after June 30, 2001. This statement eliminates the pooling-of-interest method of accounting, and further clarifies the criteria for recognition of intangible assets separately from goodwill. Under SFAS No. 142, goodwill and indefinite lived intangible assets will no longer be amortized but will be subject to annual impairment tests in accordance with the new standard. Separate intangible assets that have finite lives will continue to be amortized over their useful lives. The Company will adopt SFAS No. 142 effective December 1, 2001. No goodwill impairment will result upon adoption. The Company recorded $13.0 million of goodwill amortization expense ($12.2 after tax) for the year ended November 30, 2001.

Restatement
After
Millions
except per
share data As
reported
Adjustments
Restatements
- -----------

- FIRST
QUARTER
FISCAL YEAR
2001 Net
sales
$533,504
($34,057)
$499,447 Cost
of goods sold
325,009 4,809
329,818 -----

Gross profit
208,495
(38,866)
169,629
Selling,
general and

administrative
expense
163,556
(38,866)
124,690
Special
charges - - -

Operating
income 44,939
- 44,939
SECOND
QUARTER
FISCAL YEAR
2001 Net
sales
$567,140
($35,972)
$531,168 Cost
of goods sold
345,627 4,857
350,484 -----

Gross profit
221,513
(40,829)
180,684
Selling,
general and
administrative
expense
171,943
(40,829)
131,114
Special
charges - - -

Operating
income 49,570
- 49,570
Millions
except per
share data As
reported
Adjustments
Restatements
- -----------

- THIRD
QUARTER
FISCAL YEAR
2001 Net
sales
$570,710
($34,809)
$535,901 Cost
of goods sold
341,765 5,064
346,829 -----

Gross profit
228,945

(39,873)
189,072
Selling,
general and
administrative
expense
172,506
(39,873)
132,633
Special
charges - - -

Operating
income 56,439
- 56,439
FOURTH
QUARTER
FISCAL YEAR
2001 Net
sales
$701,043
($49,027)
$652,016 Cost
of goods sold
388,601 5,273
393,874 -----

Gross profit
312,442
(54,300)
258,142
Selling,
general and
administrative
expense
211,931
(54,300)
157,631
Special
charges
10,848 -
10,848 ------

Operating
income 89,663
- 89,663
TOTAL FISCAL
YEAR 2001 Net
sales
$2,372,397
($153,865)
$2,218,532
Cost of goods
sold
1,401,002
20,003
1,421,005 ---

Gross profit
971,395
(173,868)
797,527
Selling,
general and
administrative
expense
719,936
(173,868)
546,068

Special
charges
10,848 -
10,848 ------

Operating
income
240,611 -
240,611

Fiscal 2001 financial results will not be restated for the amortization of goodwill. Had the accounting change been in effect for the fiscal year 2001, selling, general and administrative expense would have been reduced by $13.0 million. The after-tax impact of the accounting change would have been $12.2 million.