FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

washington, D.C	. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person*  MANGAN MICHAEL D						2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [ MKC ]												rson(s) to Is:	
	MICK & C	rst) ( OMPANY, INC	(Middle)	TED		3. Date of Earliest Transaction (Month/Day/Year) 03/15/2020										Officer (give title below)		Other (: below)	specify
(Street) HUNT VALLEY MD 21031					4. If Amendment, Date of Original Filed (Month/Day/Year) 03/17/2020									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(5		(Zip)		<u> </u>														
			e I - Non			_			_	Dis				_					
Da				2. Transa Date (Month/E		ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)			4 and Securiti		es ally Following	Form (D) o	n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D) Pr		•	Transac	ransaction(s) nstr. 3 and 4)			
Common	ommon Stock - Voting														17,765			D	
Common	ommon Stock - Non Voting														2,117		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 D if any (Month/Day/	Date,	Date, Transaction Code (Inst		on of		6. Date E: Expiration (Month/D	1 Date		Amount of		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
					Code	v	(A)		Date Exercisal		xpiration ate	Title	Amount or Number of Shares	r					
Restricted Stock	(1)	03/15/2020			M			689	(2)		(2)	Common Stock -	689		\$0 <sup>(3)</sup>	0		D	

## Explanation of Responses:

- 1. Restricted Stock Units; no purchase price required.
- $2. \ The reported Restricted Stock \ Units entitles the Reporting Person to receive an annual distribution of Common Stock equal to 100\% of the Grant.$
- 3. Restricted Stock Units granted on March 27, 2019.

## Remarks:

The Form 4 for the Reporting Person was filed in duplicate in error on 4/02/20. The original Form 4 filing remains unchanged and no additional transaction occurred.

Jason E. Wynn, Attorney-in-\*\* Signature of Reporting Person

**Fact** 

03/17/2020

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.