| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
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| 1. Nane and Address of Reporting Ferson | | n* | 2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|---------------|------------|---|---|--|----------------|--|--|
| Tapiero Jacqu | <u>es</u> | | | X | Director | 10% Owner | | |
| | | | | - | Officer (give title | Other (specify | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/14/2019 | | below) | below) | | |
| MCCORMICK 8 | & COMPANY, IN | CORPORATED | 00/14/2019 | | | | | |
| 24 SCHILLING ROAD, SUITE 1 | | | | <u> </u> | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | dual or Joint/Group Filing (Check Applicable | | | |
| (Street) | | | | X | Form filed by One Rep | orting Person | | |
| HUNT VALLEY | MD | 21031 | | | Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Dis Code (Instr. 5) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|------------------------------------|---|---|---------------|-------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (11150.4) |
| Common Stock - Voting | | | | | | | | 8,337.611 | D | |
| Common Stock - Non Voting | | | | | | | | 1,310 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 8. Price of Derivative 3. Transaction 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amount 9. Number of 10. Ownership 11. Nature 2. Conversion Execution Date, Date Transaction Derivative Expiration Date of Securities derivative of Indirect Security (Instr. 3) if any (Month/Day/Year) Code (Instr. 8) Underlying Derivative Security or Exercise (Month/Day/Year) Securities (Month/Day/Year) Security Securities Form: Beneficial Direct (D) (Instr. 5) Beneficially Price of Acquired (A) Ownership Derivative or Disposed (Instr. 3 and 4) Owned or Indirect (Instr. 4) Security of (D) (Instr. 3, 4 and 5) Following (I) (Instr. 4) Reported Transaction(s) Amount (Instr. 4) Date Expiration Date Number Code v (A) (D) Exercisable Title of Shares Non Commo Oualified Phantom (1) 06/14/2019 (1) (1) 86.2069 A 86.2069 Stock -\$156.6 1,094.4148 ī Retirement Stock Voting Savings Plan

Explanation of Responses:

1. Each share of phantom stock represents the right to receive one share of Common Stock - Voting. Shares of phantom stock are payable in shares of Common Stock - Voting in accordance with the terms of the Non-Qualified Retirement Savings Plan.

Remarks:

Jason E. Wynn, Attorney-in-fact 06/17/2019

** Signature of Reporting Person Date

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.