FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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|--|---|------------|--|------------|---|---|--|----------|--|--------|----------------------|---|---|---|--------------------|--|--|------------|--|
| 1. Name and Address of Reporting Person* MCMULLEN CHRISTINA M | | | | | | 2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC] | | | | | | | | (Check all applicable) Director | | | 10% Ov | | |
| | ast) (First) (Middle) MCCORMICK & COMPANY, INCORPORATED 4 SCHILLING ROAD, SUITE 1 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/15/2020 | | | | | | | | X Office (give fine Other (specify below) Vice President & Controller | | | | | |
| 24 SCHILLING ROAD, SUITE I | | | | | _ 4. If | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) | (Street) HUNT VALLEY MD 21031 | | | _ | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (St | ate) (| (Zip) | | | | | | | | | | | | F 61301 | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| | | | 2. Transaction Date (Month/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a | | | and 5) Securities Beneficial Owned Fo | | es ially Following | Form (D) o | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | v | Amount | (A) or (D) | Price | | Reporte Transac (Instr. 3 | ction(s) | | | (Instr. 4) | |
| Common | Common Stock - Voting 03/15/20 | | 2020 | | | | М | | 147 | A | (1 |) | 1, | 746 | | D | | | |
| Common Stock - Voting | | | 03/15/ | /15/2020 | | | | F | | 45 | D | \$132 | \$132.835 | | ,701 | | D | | |
| Common Stock - Voting | | | 03/15/ | 03/15/2020 | | | | М | | 105 | A | (1) | | 1, | ,806 | | D | | |
| Common Stock - Voting | | 03/15/ | 5/2020 | | | | F | | 33 | D | \$132.835 | | 1, | 1,773 | | D | | | |
| Common Stock - Non Voting | | | | | | | | | | | | | 39 | | D | | | | |
| | | Т | able II | | | | | | | | oosed of converti | | | | wned | | | | |
| 1. Title of Derivative Security (Instr. 3) | rivative Conversion Date Execution Curity or Exercise (Month/Day/Year) if any | | | | | | 6. Date Exercis Expiration Date (Month/Day/Yea | | e Amount of | | f g Securit | 8. Price of Derivative Security (Instr. 5) | | 9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | able | Expiration Date | Title | Amour or Number of Shares | er | | | | | |
| Phantom Stock | (2) | | | | | | | | (2) | | (2) | Common Stock - Voting | 0 | | | 218.505 | 59 | I | Non- Qualified Retirement Savings Plan |
| Restricted Stock Units | (1) | 03/15/2020 | | | M | | | 147 | (3) | | (3) | Common Stock - Voting | 147 | | \$0 ⁽⁴⁾ | 148 | | D | |
| Restricted Stock Units | (1) | 03/15/2020 | | | M | | | 105 | (5) | | (5) | Common Stock - Voting | 105 | | \$0 ⁽⁶⁾ | 210 | | D | |

Explanation of Responses:

- 1. Restricted Stock Units; no purchase price required.
- 2. 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.
- $3.\ The\ Restricted\ Stock\ Units\ vest\ in\ thirds\ over\ a\ three\ year\ period\ beginning\ March\ 15,\ 2019,\ March\ 15,\ 2020\ and\ March\ 15,\ 2021$
- 4. Restricted Stock Units granted on March 28, 2018.
- $5. The \ Restricted \ Stock \ Units \ vest \ in \ thirds \ over \ a \ three \ year \ period \ beginning \ March \ 15, 2020, \ March \ 15, 2021 \ and \ March \ 15, 2022.$
- 6. Restricted Stock Units granted on March 27, 2019.

Remarks:

Jason E. Wynn, Attorney-in-03/17/2020 **Fact**

** 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.