MCCORMICK & CO INC

Form 4 June 01, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

PRESTON MARGARET M V		2. Issuer Name and Ticker or Trading Symbol MCCORMICK & COUNCIANCE				Issuer				
7		MCCORMICK & CO INC [MKC]				(Check all applicable)				
(Last) (First)	(Moi	3. Date of Earliest Transaction (Month/Day/Year)			_X_ Director 10% Owner					
MCCORMICK & COMPANY, INCORPORATED, 18 LOVETON CIRCLE		05/27/2005				Officer (give title Other (specify below)				
CIRCLE										
(Street)		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
	(Month/Day/Y	ear)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
SPARKS, MD 21152						Person	y More than O	ne Reporting		
(City) (State)	(Zip)	Гable I - Noi	n-Derivativ	e Secı	ırities Ac	quired, Disposed	d of, or Benef	ficially Owned		
1.Title of Security (Month/Day/Y (Instr. 3)	Date 2A. Deemed ear) Execution Date, i any (Month/Day/Yea	Code	4. Securition(A) or Dis (Instr. 3, 4	posed	of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
Common Stock - Voting						1,044	D			
Common Stock - 05/27/2005 Voting		A	43.924	A	\$ 34.15	1,152.516	I	Deferred Compensation Plan		
Reminder: Report on a separa	te line for each class of	securities bei	neficially ov	vned o	lirectly or	indirectly.				
Persons who respond to the collection of SEC 1474										

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
					,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Lacreisable	Dute		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PRESTON MARGARET M V MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152



Signatures

W. Geoffrey Carpenter, Attorney-in-fact

06/01/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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