### Edgar Filing: MCCORMICK & CO INC - Form 4

MCCORM Form 4	ICK & CO INC											
March 04, 2	2008											
FORM		CECUDITIES AND EVOLANCE COMMISSION							OMB APPROVAL			
		Washington, D.C. 20549									3235-	0287
if no lo subject	to SIAIE									Expires: Estimated average		y 31, 2005
Section 16.SECURTIESburden hou responseForm 4 orForm 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,Sobligations may continue.Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).Section 17(a) of the Public Utility Holding Company Act of 1940									rs per	0.5		
(Print or Type	e Responses)											
1. Name and Address of Reporting Person <u>*</u> PRESTON MARGARET M V			2. Issuer Name <b>and</b> Ticker or Trading Symbol MCCORMICK & CO INC [MKC]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)				-	MIKCJ	(Check all applicable)				
MCCORMICK & COMPANY, INCORPORATED, 18 LOVETON CIRCLE			<ul><li>3. Date of Earliest Transaction (Month/Day/Year)</li><li>03/01/2008</li></ul>				X_ Director 10% Owner Officer (give title Other (specify below) below)					
SPARKS,	(Street) MD 21152			nendment, I onth/Day/Ye	-	nal		6. Individual of Applicable Line _X_ Form filed Form filed b Person	)	orting Pe	rson	
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	ze Sec	urities A	cquired, Dispose	d of, or Be	neficial	lv Owned	1
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of wnership Indirect Beneficial orm: Ownership rect (D) (Instr. 4) Indirect		
Common Stock - Voting	03/01/2008			M	1,500	(D) A	Price \$ 38.28 (2)	3,869	D			
Common Stock - Voting								5,740.22	Ι		Ferred npensat n	tion
Common Stock - Non Voting	03/01/2008			М	500	A	\$ 38.28 (2)	750	D			

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

# 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 Date, if any (Month/Day/Year)	4. Transactie Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ive Expiration Date (Month/Day/Year) of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	\$ 38.28	03/01/2008		М	1,500	<u>(1)</u>	<u>(1)</u>	Common Stock - Voting	38.28	9
Restricted Stock Unit	\$ 38.28	03/01/2008		М	500	<u>(1)</u>	(1)	Common Stock - Non Voting	500	2

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
r of the second s	Director	10% Owner	Officer	Other			
PRESTON MARGARET M V MCCORMICK & COMPANY, INCORPO 18 LOVETON CIRCLE SPARKS, MD 21152	ORATED	Х					
Signatures							
W. Geoffrey Carpenter, Attorney-in-fact	03/04/2	2008					
**Signature of Reporting Person	Date						
Evalenction of Decrease							

## **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).

(1)

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The reported Restricted Stock Unit entitles the reporting person to receive on March 1, 2008, a distribution of common stock equal to 100% of the grant.

(2) Resticted Stock Units granted on March 28, 2007.

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.