MCCORMICK & CO INC

Form 4

October 27, 2009

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 and

Number: 3235-0287

OMB APPROVAL

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

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

Check this box

Form 4 or
Form 5
obligations
may continue.

See Instruction

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

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Carpenter William Geoffrey

Curpencer William Geomey		MCCORMICK & CO INC [MKC]				KC]	(Check all applicable)				
	(First) MICK & COMPA DRATED, 18 LO		3. Date of Earliest Transaction (Month/Day/Year) 10/16/2009				Director 10% Owner Sec 10% Owner V.P., General Counsel & Sec.				
	(Street)		4. If An	nendme	nt, D	ate Original		6.	Individual or Join	t/Group Filing	g(Check
SPARKS,	Filed(MPARKS, MD 21152)				_X	Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tal	ble I - N	lon-	Derivative S	Securi	ities Acquir	ed, Disposed of, o	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any (Month/Da	Date, if	3. Transa Code (Instr.	8)	4. Securitie onDisposed o (Instr. 3, 4) Amount	of (D)	· · · · ·	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock - Voting	10/16/2009			J <u>(1)</u>	V	179.886	A	\$ 34.5321	26,062.57	D	
Common Stock - Non Voting	10/23/2009			J		7,075	A	(3)	33,137.57	D	
Common Stock - Voting									2,179.3781 (2)	D	

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Common Stock - Non Voting	10/16/2009	J <u>(1)</u> \	48.833	A	\$ 34.5321	7,075.13	D
Common Stock - Non Voting	10/23/2009	J	7,075	D	(3)	0.13	D

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.

SEC 1474

(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. orNumber	6. Date Exer Expiration D		7. Title at Amount of		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underlyin	ng S	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	s ((Instr. 5)	Bene
	Derivative				Securities	;		(Instr. 3 a	ind 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								An	nount		
						ъ.	E	or			
						Date	Expiration	Title Nu	ımber		
						Exercisable	Date	of			
				Code V	(A) (D)			Sh	ares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 0	Director	10% Owner	Officer	Other			
Carpenter William Geoffrey			V.P.,				
MCCORMICK & COMPANY, INCORPORATED			General				
18 LOVETON CIRCLE			Counsel &				
SPARKS, MD 21152			Sec.				

Signatures

Reporting Person

Carpenter	10/27/2009			
**Signature of	Date			

Reporting Owners 2

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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) Shares acquired pursuant to the McCormick Dividend Reinvestment Plan.
- (2) Includes 22 shares acquired under McCormick's 401(k) plan since the date of the reporting person's last ownership report.
- (3) Exchange of shares of Common Stock Non Voting for shares of Common Stock Voting on a one for one basis.

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.