

Stetz Gordon McKenzie JR  
 Form 4  
 April 05, 2013

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Stetz Gordon McKenzie JR

(Last) (First) (Middle)

MCCORMICK & COMPANY,  
 INCORPORATED, 18 LOVETON  
 CIRCLE

(Street)

SPARKS, MD 21152

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 MCCORMICK & CO INC [MKC]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 04/03/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Executive Vice President & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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 Ownership (Instr. 4)
				Code	V Amount Price			
Common Stock - Voting	04/04/2013		M	11,906	A \$ 29.89	56,973.11	D	
Common Stock - Voting	04/04/2013		F	7,454	D \$ 72.1	49,519.11	D	
Common Stock - Voting	04/05/2013		M	12,000	A \$ 38.39	61,519.11	D	
Common Stock - Voting	04/05/2013		S	12,000	D \$ 70.844	49,519.11	D	

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Stock - Voting									
Common Stock - Voting						1,125.8766	I		401(k) Plan
Common Stock - Non Voting	04/05/2013		M	3,968	A	\$ 29.89	6,047.504	D	
Common Stock - Non Voting	04/05/2013		S	3,968	D	\$ 70.894	2,079.504	D	
Common Stock - Non Voting	04/05/2013		M	9,282	A	\$ 38.39	11,361.504	D	
Common Stock - Non Voting	04/05/2013		S	9,282	D	\$ 70.8418	2,079.504	D	
Common Stock - Non Voting							27.528	I	As custodian for son
Common Stock - Non Voting							27.528	I	As custodian for son

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.**

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num

Options - Right to Buy	Exercise Price	Grant Date	Exercise Type	Shares	Expiration	Expiration	Expiration	Stock Type	Shares
Options - Right to Buy	\$ 71.6	04/03/2013	A	45,400	(1)	04/02/2023		Common Stock - Voting	45,400
Options - Right to Buy	\$ 29.89	04/04/2013	M	11,906	03/25/2010	03/24/2019		Common Stock - Voting	11,906
Options - Right to Buy	\$ 38.39	04/05/2013	M	12,000	03/31/2011	03/30/2020		Common Stock - Voting	12,000
Options - Right to Buy	\$ 29.89	04/05/2013	M	3,968	03/25/2010	03/24/2019		Common Stock - Non Voting	3,968
Options - Right to Buy	\$ 38.39	04/05/2013	M	9,282	03/31/2011	03/30/2020		Common Stock - Non Voting	9,282

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stetz Gordon McKenzie JR MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152	X		Executive Vice President & CFO	

## Signatures

W. Geoffrey Carpenter,  
Attorney-in-Fact

04/05/2013

\_\_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).
- (1) The grants vest fully in 25% increments over a four year period beginning on the first anniversary date.
- (2) Option exercised.

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