

MCCORMICK & CO INC  
Form 15-12G  
November 30, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g)  
OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE  
REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number:

**The Zatarain s Partnership, L.P. 401(k) Savings Plan**

(Exact name of registrant as specified in its charter)

18 Loveton Circle, P.O. Box 6000

Sparks, Maryland

21152-6000

(410) 771-7301

(Address, including zip code, and telephone number, including area code, of registrant s principal executive offices)

**Plan Interests in The Zatarain s Partnership, L.P. 401(k) Savings Plan**

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	..	Rule 12h-3(b)(1)(i)	x
Rule 12g-4(a)(1)(ii)	..	Rule 12h-3(b)(1)(ii)	..

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Rule 12g-4(a)(2)(i)	..	Rule 12h-3(b)(2)(i)	..
Rule 12g-4(a)(2)(ii)	..	Rule 12h-3(b)(2)(ii)	..
		Rule 15d-6	x

Approximate number of holders of record as of the certification or notice date: 0\*

\* On July 1, 2011, the assets of The Zatarain's Partnership, L.P. 401(k) Savings Plan (the Plan) merged with and into The McCormick 401(k) Retirement Plan, and the Plan ceased to exist as a separate plan. As a result, interests in the Plan which constituted securities registered pursuant to the Securities Act of 1933, as amended, no longer exist. Therefore, this Form 15 has been filed to suspend the Plan's duty to file reports under Section 15(d) of the Securities Exchange Act of 1934, as amended, including on Form 11-K. Reports will continue to be filed for the McCormick 401(k) Retirement Plan.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Chairman of the Administrative Committee of The McCormick 401(k) Retirement Plan (the successor to The Zatarain's Partnership, L.P. 401(k) Savings Plan) has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

The McCormick 401(k) Retirement Plan

Date: November 30, 2011

By: /s/ Cecile K. Perich  
Cecile K. Perich

Vice President Human Relations and Plan

Administrator