

MCCORMICK & CO INC
 Form 4
 November 06, 2013

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
KELLY KENNETH A 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)
10/21/2013

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)
Senior Vice President

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		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	(A) or (D)				Price
Common Stock - Voting	11/05/2013		M		5,643	A	\$ 29.89	35,777.603	D	Beneficial Ownership
Common Stock - Voting	11/05/2013		S		5,643	D	\$ 69.1612	30,134.603	D	Beneficial Ownership
Common Stock - Voting	11/05/2013		M		4,388	A	\$ 38.39	34,522.603	D	Beneficial Ownership
Common Stock - Voting	11/05/2013		S		4,388	D	\$	30,134.603	D	Beneficial Ownership

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Stock - Voting						69.1661		
Common Stock - Voting	10/21/2013		J ⁽²⁾ V	0.003	A	\$ 67.3	30,134.606	D
Common Stock - Non Voting	11/05/2013		M	1,881	A	\$ 29.89	13,446.545	D
Common Stock - Non Voting	11/05/2013		S	1,881	D	\$ 69.22	11,565.545	D
Common Stock - Non Voting	11/05/2013		M	1,462	A	\$ 38.39	13,027.545	D
Common Stock - Non Voting	11/05/2013		S	1,462	D	\$ 69.2901	11,565.545	D
Common Stock - Non Voting	10/21/2013		J ⁽²⁾ V	0.003	A	\$ 67.3	11,565.548	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.

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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 of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

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Option - Right to Buy	\$ 29.89	11/05/2013	M	5,643	03/25/2010	03/24/2019	Common Stock - Voting	5,643
Option - Right to Buy	\$ 38.39	11/05/2013	M	4,388	03/31/2011	03/30/2020	Common Stock - Voting	4,388
Option - Right to Buy	\$ 29.89	11/05/2013	M	1,881	03/25/2010	03/24/2019	Common Stock - Non Voting	1,881
Option - Right to Buy	\$ 38.39	11/05/2013	M	1,462	03/31/2011	03/30/2020	Common Stock - Non Voting	1,462

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY KENNETH A JR MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152			Senior Vice President	

Signatures

Jason E. Wynn,
Attorney-in-fact

11/06/2013

__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) Option exercised.

(2) Dividend Reinvestment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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