

MCCORMICK & CO INC  
 Form 4  
 May 05, 2006

**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 \*  
**BRADY JAMES T**

(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)  
**04/17/2006**

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock - Voting	04/17/2006		J <sup>(2)</sup>	V 28.226 A \$ 33.356	5,258.74	D	
Common Stock - Voting	05/03/2006		M	1,000 A \$ 14.531	6,258.74	D	
Common Stock - Voting	05/03/2006		S	1,000 D \$ 34.443	5,258.74	D	
Common Stock - Voting	05/03/2006		M	1,500 A \$ 6,758.74	6,758.74	D	

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Stock - Voting					12.719		
Common Stock - Voting	05/03/2006	S	1,500	D	\$ 34.443	5,258.74	D
Common Stock - Voting	05/03/2006	M	2,000	A	\$ 17.844	7,258.74	D
Common Stock - Voting	05/03/2006	S	2,000	D	\$ 34.443	5,258.74	D
Common Stock - Voting	05/03/2006	M	2,500	A	\$ 21.374	7,758.74	D
Common Stock - Voting	05/03/2006	S	2,500	D	\$ 34.443	5,258.74	D
Common Stock - Voting	05/03/2006	M	1,875	A	\$ 22.26	7,133.74	D
Common Stock - Voting	05/03/2006	S	1,875	D	\$ 34.443	5,258.74	D
Common Stock - Non Voting	05/03/2006	M	1,000	A	\$ 14.531	5,633.964	D
Common Stock - Non Voting	05/03/2006	S	1,000	D	\$ 34.443	4,633.964	D
Common Stock - Non Voting	05/03/2006	M	1,500	A	\$ 12.719	6,133.964	D
Common Stock - Non Voting	05/03/2006	S	1,500	D	\$ 34.443	4,633.964	D
Common Stock - Non Voting	05/03/2006	M	2,000	A	\$ 17.844	6,633.964	D
	05/03/2006	S	2,000	D		4,633.964	D

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Common Stock - Non Voting						\$ 34.443		
Common Stock - Non Voting	05/03/2006		M	2,500	A	\$ 21.375	7,133.964	D
Common Stock - Non Voting	05/03/2006		S	2,500	D	\$ 34.443	4,633.964	D
Common Stock - Non Voting	05/03/2006		M	1,875	A	\$ 22.26	6,508.964	D
Common Stock - Non Voting	05/03/2006		S	1,875	D	\$ 34.443	4,633.964	D

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

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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 of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Option - Right to Buy	\$ 14.531	05/03/2006		M	1,000	03/17/2000 03/16/2009	Common Stock - Voting	1,000
Option - Right to	\$ 12.719	05/03/2006		M	1,500	01/19/2001 01/18/2010	Common Stock -	1,500

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Buy								Voting	
Common Stock - Voting	\$ 17.844	05/03/2006	M	2,000	01/23/2002	01/22/2011		Common Stock - Voting	2,000
Option - Right to Buy	\$ 21.374	05/03/2006	M	2,500	01/22/2003	01/21/2012		Common Stock - Voting	2,500
Option - Right to Buy	\$ 22.26	05/03/2006	M	1,875	01/28/2004	01/27/2013		Common Stock - Voting	1,875
Option - Right to Buy	\$ 14.531	05/03/2006	M	1,000	03/17/2000	03/16/2009		Common Stock - Non Voting	1,000
Option - Right to Buy	\$ 12.719	05/03/2006	M	1,500	01/19/2001	01/18/2010		Common Stock - Non Voting	1,500
Option - Right to Buy	\$ 17.844	05/03/2006	M	2,000	01/23/2002	01/22/2011		Common Stock - Non Voting	2,000
Option - Right to Buy	\$ 21.375	05/03/2006	M	2,500	01/22/2003	01/21/2012		Common Stock - Non Voting	2,500
Option - Right to Buy	\$ 22.26	05/03/2006	M	1,875	01/28/2004	01/27/2013		Common Stock - Non Voting	1,875

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRADY JAMES T MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152	X			

## Signatures

Sonia Cudd,  
Attorney-in-fact

05/05/2006

\*\*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 exercise

(2) Shares acquired pursuant to the McCormick Dividend Reinvestment Plan.

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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