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MCCORMIC Form 4	K & CO INC													
August 03, 20	06													
FORM	4		~ ~ ~ ~ ~ ~ ~							~ ~ ~ ~ ~ ~ ~ ~ ~ ~	OMB AP	PROVAL		
Washington, D.C. 20549										IMISSION	OMB Number:	3235-0287		
Check this box if no longer CTLA TED VENTE OF CHANGES IN DEDUFFICIAL ON DEDSIDE										Expires:	January 31, 2005			
subject to Section 16 Form 4 or	F CHANGES IN BENEFICIAL OWNERSHI SECURITIES								Estimated av burden hour response	/erage				
Form 5 obligations may contir <i>See</i> Instruc 1(b).	Section 1	7(a) of the	Section 16 Public Util) of the Inv	lity Ho	oldi	ng C	ompa	ny A	ct of 19	ct of 1934, 35 or Section				
(Print or Type Re	esponses)													
SKELTON ROBERT W Syn											Relationship of Reporting Person(s) to suer			
(Last)							(Check	all applicable)						
(Month/Da				y/Year)						Director		Owner		
MCCORMIC INCORPORA CIRCLE	CK & COMPA ATED, 18 LO		07/21/20	06					x belo	· · · · · · · · · · · · · · · · · · ·	, General Cour	· (specify Isel		
	(Street)		4. If Ameno Filed(Month			Origi	nal		Ар <u>г</u> _Х_	ndividual or Join plicable Line) _ Form filed by Or	ne Reporting Per	son		
SPARKS, M	D 21152								Per	Form filed by Mo son	ore than One Rep	orting		
(City)	(State)	(Zip)	Table	I - Non	-De	rivati	ve Sec	urities	s Acquire	d, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Execut any	eemed tion Date, if h/Day/Year)	3. Transa Code (Instr.		nor D	ispose))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common				Code	V	Am	ount	(D)	Price	(Instr. 5 and 4)				
Stock - Voting	07/21/2006			J <u>(1)</u>	V	353	.458	А	\$ 34.86	68,804.756	D			
Common Stock - Voting										11,317.421	I	Profit Sharing Plan		
Common Stock - Non-Voting	07/21/2006			J <u>(1)</u>	V	242	.74	A	\$ 34.86	47,252.141	D			

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

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Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Title a Amount Underlyi Securitie (Instr. 3 a	of ing es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5)	Date Exercisable	Expiration Date	or Title N of	lumber		

Reporting Owners

Attorney-in-fact

Reporting Owner Name / Address		Relationships							
		Director	10% Owner	Officer	Other				
SKELTON ROBERT W MCCORMICK & COMPANY, INCO 18 LOVETON CIRCLE SPARKS, MD 21152	RPORATED			Senior VP, General Counsel					
Signatures									
Sonia Cudd, Attorney in fact)3/2006								

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

** 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.

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.