MCCORMICK & CO INC

Form 4

January 24, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB Number:

Expires:

5. Relationship of Reporting Person(s) to

Issuer

3235-0287

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

(Print or Type Responses)

KELLY KENNETH A JR

1. Name and Address of Reporting Person *

			MCCORMICK & CO INC [MKC]					KC]	(Check all applicable)			
(Last) (First) (Middle) 3. Date of E (Month/Day MCCORMICK & COMPANY, 01/20/2011 INCORPORATED, 18 LOVETON CIRCLE									Director 10% Owner X Officer (give title Other (specify below)			
(Street) 4. If Amendmer Filed(Month/Day					ment, Date Original /Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SPARKS, N	MD 21152								Person			
(City)	(State)	(Zip)	Tabl	le I - Non	-De	erivative S	Secur	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Execution	med on Date, if Day/Year)	3. Transact Code (Instr. 8)	tioi	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)	
Common Stock - Voting	01/20/2012			M		30,000	A	\$ 30.6	55,908.57	D		
Common Stock - Voting	01/20/2012			F		22,061	D	\$ 51.85	33,847.57	D		
Common Stock - Voting	01/20/2012			M		7,550	A	\$ 38.35	41,397.57	D		
Common	01/20/2012			F		6,329	D	\$	35,068.57	D		

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Stock - Voting					51.85		
Common Stock - Non Voting	01/20/2012	M	10,000	A	\$ 30.6	20,131.54	D
Common Stock - Non Voting	01/20/2012	F	7,328	D	\$ 51.85	12,803.54	D
Common Stock - Non Voting	01/20/2012	M	5,850	A	\$ 38.35	18,653.54	D
Common Stock - Non Voting	01/20/2012	F	4,857	D	\$ 51.85	13,796.54	D

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

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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Dat (Month/Day/Y	te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to Buy	\$ 30.6	01/20/2012		M	30,000	01/27/2005	01/26/2014	Common Stock - Voting	30,000
Option - Right to Buy	\$ 38.35	01/20/2012		M	7,550	01/25/2006	01/24/2015	Common Stock - Voting	7,550
Option - Right to	\$ 30.6	01/20/2012		M	10,000	01/27/2005	01/26/2014	Common Stock -	10,000

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Buy							Non Voting	
Option - Right to Buy	\$ 38.35	01/20/2012	M	5,850	01/25/2006	01/24/2015	Common Stock - Non Voting	5,850

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

KELLY KENNETH A JR

MCCORMICK & COMPANY, INCORPORATED

18 LOVETON CIRCLE

SPARKS, MD 21152

Senior VP
& Controller

Signatures

W. Geoffrey Carpenter, Attorney-in-fact 01/24/2012

**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.

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.

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