#### MCCORMICK & CO INC

Form 4

February 29, 2016

# FORM 4

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

5. Relationship of Reporting Person(s) to

(Check all applicable)

3235-0287

Issuer

Expires:

January 31, 2005

0.5

Estimated average

burden hours per response...

**OMB APPROVAL** 

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

obligations

may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

MCCORMICK & CO INC [MKC]

3. Date of Earliest Transaction

Symbol

(Middle)

1(b).

(Last)

(Print or Type Responses)

WILSON ALAN D

1. Name and Address of Reporting Person \*

(First)

MCCORMICK & COMPAI INCORPORATED, 18 LOV CIRCLE	NY, 01/15/	/2016 =	_X Director 10% Owner Officer (give title Other (specify lelow) below)  Executive Chairman			
(Street)		Ionth/Day/Year) Ap	. Individual or Joint/Group Filing(Check applicable Line) X_ Form filed by One Reporting Person			
SPARKS, MD 21152		Pe	_ Form filed by More than One Reporting erson			
(City) (State)	(Zip) Ta	ble I - Non-Derivative Securities Acquir	ed, Disposed of, o	or Beneficially	y Owned	
1.Title of Security (Month/Day/Year)  Common Stock - 01/15/2016  Voting	2A. Deemed Execution Date, if any (Month/Day/Year)	3.	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			10,507.8004	I	401(k) Retirement Plan	
Common Stock - Voting			17,641	I	By 2014 GRAT	
Common			12,359	I	By 2015	

Stock - Voting

Common Stock - Non Voting

J(1) V 40.77 A \$3.3357 7,942.097 D Voting

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. Transact Code (Instr. 8)	5. Number of etionDerivative Securities 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		erivative Expiration Date ecurities (Month/Day/Year) cquired (A) r Disposed of D) nstr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst	
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(1)	01/15/2016		J	V	5.5236		<u>(1)</u>	<u>(1)</u>	Common Stock - Voting	5.5236	\$ 8

# **Reporting Owners**

Reporting Owner Name	Relationships  Director 10% Owner Officer					
WILSON ALAN D MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152		X		Executive Chairman		
Signatures						
Jason E. Wynn, Attorney-in-fact	02/29/2016					
**Signature of Reporting Person	Date					

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# **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) 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. 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.