FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| vvasimigton, | D.O. 200-0 | |
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OMB APPROVAL

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0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | | | | | | _ | | | | | | | | | |
|--|--|--|--|------------------------------|---|--|---|-------------------|--|-------|--------|-----------------|---|--|--|---|---|---|--|--|
| 1. Name and Address of Reporting Person* MCMULLEN CHRISTINA M | | | | | | 2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC] | | | | | | | | | (Ch | eck all applic | cable) | g Pers | son(s) to Iss 10% Ov Other (s | vner |
| | MICK & C | irst) (COMPANY, INC DAD, SUITE 1 | (Middle) | TED | 3. Date of Earliest Transaction (Month/Day/Year) 03/31/2021 | | | | | | | | | X Ollicer (give title Other (specify below) Vice President & Controller | | | | | | |
| (04====1) | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | | |
| (Street) | ALLEY M | D : | 21031 | | | | | | | | | | | | | | iled by Mor | | orting Perso n One Repo | |
| (City) | (Si | tate) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Tab | le I - Noi | า-Deriv | ative | Se | curitie | s Ad | cquire | d, D | isp | osed o | of, or E | ene | ficial | y Owned | t | | | |
| Date | | | | 2. Trans Date (Month/l | | ar) | 2A. Deem Execution if any (Month/D | Code (Instr. 5) | | | | | | Benefici Owned F | es ally Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | Cod | de \ | 7 | Amount | or | Price | Transac | Reported Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | | |
| Common Stock - Voting | | | | | | | | | | | | | | | 4, | 4,919 | | D | | |
| Common Stock - Non Voting | | | | | | | | | | | | | | | | | 78 | | D | |
| | 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. Deeme Execution if any (Month/Da | Date, | 4. Transaction Code (Insti | | | | 6. Date Exercisa Expiration Date (Month/Day/Year | | ate | | 7. Title and Amount of Securities Underlying Derivative Se (Instr. 3 and 4 | | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4) | e s ally g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exercis | sable | | piration ate | Title | or Nu of | umber | | | | | |
| Phantom Stock | (1) | | | | | | | | (1) | | | (1) | Commo Stock - Voting | 1 | 0 | | 443.143 | 38 | I | Non- Qualified Retirement Savings Plan |
| Options - Right to Buy | \$89.16 | 03/31/2021 | | | A | | 2,451 | | (2) | | | (2) | Commo Stock - Voting | | ,451 | \$0 | 2,451 | L | D | |
| Restricted Stock | (3) | 03/31/2021 | | | A | | 520 | | (4) |) | | (4) | Commo Stock | | 520 | \$0 | 520 | | D | |

Explanation of Responses:

- 1. Each share of phantom stock represents the right to receive one share of Common Stock Voting. Shares of Phantom Stock are payable in shares of Common Stock Voting in accordance with the terms of the Non-Qualified Retirement Savings Plan.
- $2. \ The \ option \ grant \ becomes \ exercisable \ in \ thirds \ of \ each \ of \ the \ first \ three \ (3) \ grant \ anniversaries.$
- 3. The Restricted Stock Unit represents a contingent right to receive one share of Common Stock.
- 4. The Restricted Stock Units vest in thirds over a three year period beginning on March 15, 2022,, March 15, 2023 and March 15, 2024.

Remarks:

Units

<u>Jason E. Wynn, Attorney-in-</u> <u>Fact</u> <u>04/02/2021</u>

** Signature of Reporting Person Date

Voting

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

- * 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).

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

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 Number.