

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: **October 9, 2002**

(Date of earliest event reported)

McCORMICK & COMPANY, INCORPORATED

(Exact name of registrant as specified in its charter)

Maryland
(State of Incorporation)

0-748
(Commission File Number)

52-0408290
(IRS employer
Identification No.)

18 Loveton Circle, Sparks, Maryland
(Address of principal executive offices)

21152
(Zip Code)

410-771-7301
(Registrant's telephone number)

Item 7. Financial Statements and Exhibits

(c) Exhibits

99.1 Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.

99.2 Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings.

Item 9. Regulation FD Disclosure

On October 9, 2002, the Registrant submitted to the Securities and Exchange Commission the Statements under Oath of the Principal Executive Officer and the Principal Financial Officer in accordance with the Commission's June 27, 2002 Order (File No. 4-460) requiring the filing of sworn statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: October 9, 2002

McCormick & Company, Incorporated

By: /s/ Kenneth A. Kelly, Jr.

Kenneth A. Kelly, Jr.
Vice President & Controller

Exhibit 99.1

**Statement Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Robert J. Lawless, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of McCormick & Company, Incorporated, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Form 10-K of McCormick & Company, Incorporated filed with the Commission on February 19, 2002;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of McCormick & Company, Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ Robert J. Lawless

Robert J. Lawless
Chairman, President & Chief Executive Officer
October 9, 2002

Subscribed and sworn to before me this 9th day of October 2002.

/s/ Becki Lee Crowther

Notary Public, State of Maryland
Qualified in Harford County
Commission Expires: March 12, 2005

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[Exhibit 99.1](#)
[Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings](#)

Exhibit 99.2

**Statement Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Francis A. Contino, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of McCormick & Company, Incorporated, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Form 10-K of McCormick & Company, Incorporated filed with the Commission on February 19, 2002;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of McCormick & Company, Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ Francis A. Contino

Francis A. Contino
Executive Vice President, Chief Financial Officer & Supply
Chain
October 9, 2002

Subscribed and sworn to before me this 9th day of October 2002.

/s/ Becki Lee Crowther

Notary Public, State of Maryland
Qualified in Harford County
Commission Expires: March 12, 2005

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[Exhibit 99.2](#)
[Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings](#)