

**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

<b>OMB APPROVAL</b>	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

<p>1. Name and Address of Reporting Person*</p> <p><u>WILSON ALAN D</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p><u>MCCORMICK &amp; COMPANY, INCORPORATED</u></p> <p><u>18 LOVETON CIRCLE</u></p> <hr/> <p>(Street)</p> <p><u>SPARKS MD 21152</u></p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>MCCORMICK &amp; CO INC [ MKC ]</u></p> <hr/> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><u>09/29/2017</u></p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock - Voting	09/29/2017		G	V	10,000	D	(1)	101,375.241	D	
Common Stock - Voting	01/02/2018		M		111.6642	A	\$101.23	101,486.9052	D	
Common Stock - Voting								10,678.8726	I	401(k) Retirement Plan
Common Stock - Voting								7,075	I	By 2016 GRAT
Common Stock - Voting								40,000	I	By 2017 GRAT
Common Stock - Non Voting								5,852.054	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. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	(2)	10/24/2017		J	V	5.2676		(2)	(2)	Common Stock - Voting	5.2676	\$99.19	1,116.6408 <sup>(3)</sup>	I	Deferred Compensation Plan
Phantom Stock	(4)	01/02/2018		M		111.6642		01/02/2018	01/02/2018	Common Stock - Voting	111.6642	(4)	1,004.9768	I	Deferred Compensation Plan

**Explanation of Responses:**

1. Shares gifted; no purchase price required.
2. Dividend Reinvestment
3. Due to an administrative error the Reporting Person's indirect holdings were inadvertently reported as 111.3732 on the previous Form 4 when it should have been reported as 1111.3732 shares indirectly held.
4. Each phantom stock unit is the economic equivalent of one share of McCormick Common Stock-Voting. On January 2, 2018, 111.6642 units were settled for an equal number of shares of McCormick Common Stock-Voting.

**Remarks:**

Jason E. Wynn, Attorney-in-fact 01/04/2018  
\*\* Signature of Reporting Person Date

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.