FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | |
| Estimated average burden | | | | | | | |
| hours per response: | 0.5 | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

| Name and Address of Reporting Person* Manzone Lisa | | | | | 2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC] | | | | | | | | | (Chec | k all applic | nship of Reporting applicable) Director Officer (give title | | son(s) to Issi 10% Ov Other (s | ner | | |
|--|--|--|--|-----------------------------|--|---|---|-----|---|--------|----------|----------------------------|---|----------------------|--|--|--|--------------------------------------|--|--|--|
| (Last) 24 SCHI SUITE 1 | (Fi LLING RO | , | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 11/21/2022 | | | | | | | | | ^ | X below) Conter (special below) Sr. VP Global Human Relations | | | | | |
| (Street) HUNT V | /ALLEY M | | 21031 (Zip) | | , 4. II | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Ind Line) X | ′ | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | |
| Da | | | | 2. Trans Date (Month/ | | ear) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Dis | | Disposed | ties Acqui d Of (D) (In | | | 5. Amou Securitie Beneficia Owned F Reported | s ally ollowing | Form (D) or | : Direct r Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | Со | de V | , | Amount | (A) (D) | or F | Price | Transact (Instr. 3 | ion(s) | | | (Instr. 4) | | |
| Common Stock - Voting | | | | | | | | | | | | | | | 43,364 | | | D | | | |
| Common Stock - Non Voting | | | | | | | | | | | | | | | | 1,736 | | | 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 D if any (Month/Day/ | ate, | 4. Transa Code (I 8) | | | | 6. Date Exercis. Expiration Date (Month/Day/Yea | | | | 7. Title and Am of Securities Underlying Derivative Secu (Instr. 3 and 4) | | urity | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exerc | isable | | xpiration ate | Title | or Nu of | mber ares | | | | | | |
| Phantom Stock | (1) | 11/21/2022 | | | A | | 64.083 | | (| 1) | | (1) | Common Stock - Voting | 64 | .083 | \$85.15 | 11,848.1 | .03 | I | Non Qualified Retirement Savings Plan | |

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.

Jason E. Wynn, Attorney-in-

** Signature of Reporting Person

fact

11/22/2022

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.