

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-K/A

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

For the fiscal year ended NOVEMBER 30, 1999 Commission file number 0-748

MCCORMICK & COMPANY, INCORPORATED

Maryland 52-0408290
(State of incorporation) (IRS Employer Identification No.)

18 Loveton Circle Sparks, Maryland 21152
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (410) 771-7301

Securities registered pursuant to Section 12(b) of the Act: Not applicable

Securities registered pursuant to Section 12(g) of the Act:

COMMON STOCK, NO PAR VALUE ----- (Title of Class)	COMMON STOCK NON-VOTING, NO PAR VALUE ----- (Title of Class)
---	--

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES /X/ NO / /

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. /X/

The aggregate market value of the voting stock held by non-affiliates of the registrant at January 31, 2000. \$166,065,781

The aggregate market value of the non-voting stock held by non-affiliates of the registrant at January 31, 2000. \$1,578,781,634

Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of the latest practicable date.

CLASS -----	NUMBER OF SHARES OUTSTANDING -----	DATE -----
Common Stock	9,116,850	January 31, 2000
Common Stock Non-Voting	60,079,720	January 31, 2000

DOCUMENTS INCORPORATED BY REFERENCE

DOCUMENT -----	PART OF 10-K INTO WHICH INCORPORATED -----
Registrant's 1999 Annual Report to Stockholders	Part I, Part II, Part IV
Registrant's Proxy Statement dated February 15, 2000.	Part III

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 11-K

Annual Report Pursuant to Section 15(d) of the
Securities Exchange Act of 1934 (Fee Required)

Commission File Number 0-748

For the fiscal year ended November 30, 1999

THE MCCORMICK PROFIT SHARING PLAN

MCCORMICK & COMPANY, INCORPORATED
18 Loveton Circle
Sparks, Maryland 21152

Items 1 through 3: Not required; see Item 4, below.

Item 4. Financial Statements and Exhibits.

a)	i)	Report of Independent Auditors	1
	ii)	Statements of Financial Condition	2
	iii)	Statements of Changes in Plan Equity	3
	iv)	Notes to Financial Statements	4
b)		Exhibits: Independent Auditors' Consent Letter as to Incorporation of their Report on the Plan's Financial Statements.	

SIGNATURES

The Plan pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the Plan) have duly caused this annual report to be signed by the undersigned thereunto duly authorized.

THE MCCORMICK PROFIT SHARING PLAN

DATE: 5/23/00

By: /s/ Karen D. Weatherholtz

Karen D. Weatherholtz
Senior Vice President - Human Relations
and Plan Administrator

AUDITED FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES

THE MCCORMICK PROFIT
SHARING PLAN

YEARS ENDED NOVEMBER 30, 1999 AND 1998
WITH REPORT OF INDEPENDENT AUDITORS

THE McCORMICK PROFIT SHARING PLAN
AUDITED FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

Years ended November 30, 1999 and 1998

CONTENTS

Report of Independent Auditors	1
Audited Financial Statements	
Statements of Financial Condition.....	2
Statements of Changes in Plan Equity	3
Notes to Financial Statements.....	4
Supplemental Schedules	
Line 27a--Schedule of Assets Held for Investment Purposes.....	22
Line 27d--Schedule of Reportable Transactions.....	23

REPORT OF INDEPENDENT AUDITORS

To the Investment Committee
McCormick & Company, Incorporated

We have audited the accompanying statements of financial condition of the McCormick Profit Sharing Plan as of November 30, 1999 and 1998, and the related statements of changes in plan equity for each of the three years in the period ended November 30, 1999. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial condition of the McCormick Profit Sharing Plan at November 30, 1999 and 1998, and the changes in plan equity for each of the three years in the period ended November 30, 1999, in conformity with accounting principles generally accepted in the United States.

Our audits were made for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedules of assets held for investment purposes as of November 30, 1999, and reportable transactions for the year then ended, are presented for purposes of complying with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, and are not a required part of the financial statements. The supplemental schedules have been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, are fairly stated in all material respects in relation to the financial statements taken as a whole.

April 28, 2000

THE MCCORMICK PROFIT SHARING PLAN
STATEMENTS OF FINANCIAL CONDITION

	NOVEMBER 30	
	1999	1998
ASSETS		
Investments:		
Securities--at market value:		
McCormick & Company, Incorporated - Common stock	\$ 78,507,473	\$ 83,969,458
Unaffiliated issuers:		
Temporary investments	938,541	654,239
Mutual funds	170,474,671	142,658,319
Participant loans	4,536,238	4,034,839

Total investments	254,456,923	231,316,855
Receivables:		
Accrued interest and dividends	103,055	97,631
Employer contributions	3,748,797	2,028,832
Due from funds for securities sold, net	374,401	-

Total receivables	4,226,253	2,126,463
Cash	288	1

	258,683,464	233,443,319

LIABILITIES		
Cash overdrafts	779	173

Plan equity	\$ 258,682,685	\$ 233,443,146
	=====	

SEE ACCOMPANYING NOTES.

THE MCCORMICK PROFIT SHARING PLAN
STATEMENTS OF CHANGES IN PLAN EQUITY

	YEAR ENDED NOVEMBER 30		
	1999	1998	1997
ADDITIONS			
Employer contributions	\$ 5,998,346	\$ 4,128,276	\$ 4,511,700
Employee contributions	11,841,578	10,495,721	8,981,750
Earnings from investments:			
Dividends:			
McCormick & Company, Incorporated	1,675,773	1,589,823	1,646,897
Mutual funds	10,493,875	8,012,978	4,387,254
Interest income	440,129	509,848	308,864
Transfers (out) in, net	(63,109)	143,917	458,999
	30,386,592	24,880,563	20,295,464
DEDUCTIONS			
Participant withdrawals	14,370,337	14,258,480	12,867,963
Administrative expenses	265,790	294,609	295,958
	14,636,127	14,553,089	13,163,921
Net realized gain on investments	13,340,091	8,047,602	12,096,189
Net unrealized (depreciation) appreciation of investments	(3,851,017)	22,625,690	8,175,110
Net increase	25,239,539	41,000,766	27,402,842
Plan equity at beginning of year	233,443,146	192,442,380	165,039,538
Plan equity at end of year	\$258,682,685	\$233,443,146	\$192,442,380

SEE ACCOMPANYING NOTES.

THE MCCORMICK PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES

The financial statements of The McCormick Profit Sharing Plan (the Plan) are prepared on the accrual basis of accounting.

USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires Plan management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual amounts could differ from these estimates.

VALUATION OF SECURITIES

Investments are stated at aggregate current value. Securities traded on a national securities exchange or included on the NASDAQ National Market List are valued at the last reported sales price on the last business day of the plan year. Investments for which no sale was reported on that date are valued at the last reported bid price.

The change in the difference between current value and the cost of investments is reflected in the statement of changes in plan equity as net unrealized appreciation or depreciation of investments.

The net realized gain or loss on disposal of investments is the difference between the proceeds received and the average cost of investments sold. Expenses relating to the purchase or sale of investments are added to the cost or deducted from the proceeds.

ADMINISTRATIVE EXPENSES

McCormick & Company, Incorporated (the "Company") has deducted \$239,517, \$267,265 and \$243,412 in 1999, 1998 and 1997, respectively, from the cash deposit of its contributions to the Plan to offset a portion of the administrative costs incurred on behalf of the Plan. These expenses are included in administrative expenses in the Statement of Changes in Plan Equity. Direct expenses are paid by the Plan.

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

1. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

NEW ACCOUNTING PRONOUNCEMENTS

The AICPA has recently issued Statement of Position 99-3 "Accounting for and Reporting of Certain Defined Contribution Benefit Plan Investments and Other Disclosure Matters." The Plan will be required to adopt the provisions of this statement during the year ended November 30, 2000. While the new standard will substantially alter certain disclosures and supplemental schedules, it is not expected to have a material impact on plan equity.

2. DESCRIPTION OF THE PLAN

The following description of the Plan provides only general information. Further information about the Plan agreement, eligible employees, the vesting provisions and investment alternatives are contained in the Summary Plan Description and in Registration Statement No. 33-33724 on Form S-8 filed with the Securities and Exchange Commission on March 2, 1990. Copies of these documents are available from McCormick Corporate Human Relations.

The Plan is a defined contribution plan sponsored by McCormick & Company, Incorporated which incorporates a 401(k) savings and investment option.

Participating employees can make elective pretax contributions to the Plan through regular payroll deductions. If an employee authorizes elective contributions, the contributions may not be less than 1% of his or her taxable cash compensation and may be up to a maximum of 15%. The Company and participating subsidiaries will make a matching contribution at a rate of \$.20 for each \$1.00 of the participant's elective contributions to the Plan regardless of the participant's investment election. The matching contribution is not made on elective contributions in excess of 10% of compensation.

The Company and participating subsidiaries may also make additional contributions to the Plan for amounts authorized by the Board of Directors. Company contributions are allocated to each participant's account based upon the participant's compensation and length of service.

Participants are immediately vested in their contributions and related earnings. Participants are also immediately vested in the Company contribution portion and related earnings of their accounts once these amounts have been deposited into their accounts. Company contributions other than matching contributions can not be withdrawn under the early withdrawal provisions until three years after they are deposited into a participant's account.

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. DESCRIPTION OF THE PLAN (CONTINUED)

As of November 30, 1999, the following investment funds were available:

MCCORMICK STOCK FUND - This fund invests in the common stock of McCormick & Company, Inc., the Plan sponsor.

BALANCED FUND - The balanced fund seeks conservation of capital, current income and long-term growth of capital and income by investing in stocks, bonds, and other fixed-income securities. This fund invests in the American Balanced Fund.

SMALL CAP VALUE FUND - This fund seeks long-term growth of capital through investments in small companies which have low debt, strong growth prospects and are potentially undervalued. This fund invests in the T. Rowe Price Small Cap Value Fund.

INTERNATIONAL GROWTH FUND - This international fund seeks long-term growth of capital by investing in companies based outside the United States. This fund invests in the American Europacific Growth Fund.

THE BOND FUND - The bond fund seeks to provide as high a level of current income as is consistent with preservation of capital. This fund invests in the Bond Fund of America.

GROWTH & INCOME PORTFOLIO FUND - This growth and income fund seeks high total return through a combination of current income and capital appreciation. The fund invests mainly in securities of companies that pay current dividends and offer potential growth of earnings. However, the fund may buy securities that are not currently paying dividends but offer prospects for either capital appreciation or future income. Securities may be of foreign and domestic issuers. The fund diversifies investments among a variety of industries. This fund invests in the Fidelity Growth & Income Portfolio Fund.

MONEY MARKET FUND - As a money market fund, this fund is managed to maintain a stable \$1 share price (although it is not guaranteed). The value of the fund's shares is neither insured nor guaranteed by the U.S. Government. This fund invests in the T. Rowe Price Prime Reserve Fund.

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. DESCRIPTION OF THE PLAN (CONTINUED)

LONG-TERM CAPITAL APPRECIATION FUND - This long-term capital appreciation fund seeks capital appreciation by making a profit on invested capital over the long term. The fund invests in common stocks, and securities convertible to common stock, issued by companies operating in the U.S. and/or abroad. Investments are made in large corporations as well as smaller, lesser known companies. The fund also diversifies investments among a variety of industries and sectors within the market. This fund invests in the Fidelity Magellan Fund.

Participants' elective contributions and the Company's contributions are invested in the Plan's investment funds as directed by the participant.

In general, participant withdrawals are subject to a 10% excise tax for early withdrawals prior to the participant reaching retirement.

Participants are permitted to take loans against their contributions to the Plan. The maximum of any loan cannot exceed one-half of the participant's contributed account balance or \$50,000 less the highest outstanding unpaid loan balance during the prior twelve months, whichever is less. The Company's Investment Committee determines the interest rate for loans based on current market rates. Loan repayments, interest, plus maintenance fees are made by participants through payroll deductions over loan terms of up to five years. Longer loan terms are available for loans taken to purchase, construct, re-construct or substantially rehabilitate a primary home for the participant or the participant's immediate family.

The Company intends to continue the Plan indefinitely. The Company reserves the right to terminate the Plan, or to reduce or cease contributions at any time, if its Board of Directors determines that business, financial or other good causes make it necessary to do so, or to amend the Plan at any time and in any respect provided, however, that any such action will not deprive any participant or beneficiary under the Plan of any vested right.

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

3. INCOME TAX STATUS

The Plan has received a determination letter from the Internal Revenue Service dated March 12, 1996 stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan is qualified and the related trust is tax exempt. Under the Plan, participants are not subject to federal income tax on contributions or the income of the Plan until amounts are disbursed to them.

4. INVESTMENTS

During 1999, 1998 and 1997, the Plan's investments (including investments bought, sold, or held throughout the year) appreciated in fair value by \$9,489,074, \$30,673,292 and \$20,271,299, respectively, as follows:

	NET APPRECIATION/ (DEPRECIATION) DURING YEAR	FAIR VALUE AT END OF YEAR
Year ended November 30, 1999		
Fair value as determined by quoted market prices:		
McCormick & Company, Incorporated-- Common stock	\$ (3,680,122)	\$ 78,507,473
Unaffiliated issuers:		
Temporary investments	-	938,541
Mutual funds	13,169,196	170,474,671
Participant loans	-	4,536,238
Total	\$ 9,489,074	\$ 254,456,923

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. INVESTMENTS (CONTINUED)

	NET APPRECIATION DURING YEAR	FAIR VALUE AT END OF YEAR
Year ended November 30, 1998		
Fair value as determined by quoted market prices:		
McCormick & Company, Incorporated--		
Common stock	\$ 18,170,293	\$ 83,969,458
Unaffiliated issuers:		
Temporary investments	-	654,239
Mutual funds	12,502,999	142,658,319
Participant loans	-	4,034,839
Total	\$ 30,673,292	\$231,316,855

	NET APPRECIATION DURING YEAR	FAIR VALUE AT END OF YEAR
Year ended November 30, 1997		
Fair value as determined by quoted market prices:		
McCormick & Company, Incorporated--		
Common stock	\$ 4,997,458	\$ 68,129,676
Unaffiliated issuers:		
Temporary investments	-	797,012
Mutual funds	15,273,841	117,594,801
Participant loans	-	3,248,582
Total	\$ 20,271,299	\$189,770,071

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

4. INVESTMENTS (CONTINUED)

The fair value of individual investments that represent 5% or more of the Plan's net assets are as follows:

	NOVEMBER 30	
	1999	1998
McCormick & Company, Incorporated -- Common stock	\$78,507,473	\$83,969,458
Fidelity Investments Mutual Funds:		
Long-Term Capital Appreciation Fund (Magellan Fund)	69,601,294	49,530,418
Growth & Income Portfolio Fund	61,236,920	59,694,313

5. TRANSACTIONS WITH PARTIES-IN-INTEREST

Fees paid during the year for legal, accounting and other services rendered by parties-in-interest were based on customary and reasonable rates for such services.

6. RECONCILIATION OF FORM 5500 TO AUDITED FINANCIAL STATEMENTS

The following represents a summary of the differences between the Form 5500 for the year ended November 30, 1999, and the accompanying financial statements:

FORM 5500 LINE NUMBER	DESCRIPTION	AMOUNT PER FORM 5500	AMOUNT PER ACCOMPANYING FINANCIAL STATEMENTS	DIFFERENCE
32b(1)(A)	Interest--Interest bearing cash	\$ 53,010	\$ 440,129	\$ (387,119)
32b(1)(F)	Interest--Other loans	382,081	-	382,081
N/A	Dividends--Mutual funds	-	10,493,875	(10,493,875)
32b(4)(C)	Net gain on sale of assets	(364,158)	13,340,091	(13,704,249)
32b(5)	Unrealized appreciation	(3,315,964)	(3,851,017)	535,053
32b(10)	Registered investment companies	23,668,109	-	23,668,109
		-----	-----	-----
		\$20,423,078	\$20,423,078	\$ -
		=====	=====	=====

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

6. RECONCILIATION OF FORM 5500 TO AUDITED FINANCIAL STATEMENTS (CONTINUED)

The differences result from the classification of investments and the cost basis used for determining realized and unrealized gains for financial statement purposes differing from those required in the Form 5500.

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

7. ALLOCATION OF PLAN EQUITY TO INVESTMENT PROGRAMS

NOVEMBER 30, 1999

	TOTAL	MCCORMICK STOCK FUND	BALANCED FUND	SMALL CAP VALUE FUND	INTERNATIONAL GROWTH FUND
ASSETS					
Investments:					
Securities--at market value:					
McCormick & Company, Incorporated Common stock	\$ 78,507,473	\$ 78,507,473	\$ -	\$ -	\$ -
Unaffiliated issuers:					
Temporary investments	938,541	938,541	-	-	-
Mutual funds	170,474,671	-	3,805,706	5,848,065	9,641,849
Participant loans	4,536,238	-	-	-	-
Employer contributions receivable	3,748,797	-	-	-	-
Accrued interest and dividends Receivable	103,055	4,457	-	-	-
Due from (to) funds for securities sold, net	374,401	(159,994)	8,551	42,003	(32,258)
Cash	288	-	35	2	-
	258,683,464	79,290,477	3,814,292	5,890,070	9,609,591
LIABILITIES					
Cash overdrafts	779	-	-	-	-
Plan equity	\$ 258,682,685	\$ 79,290,477	\$ 3,814,292	\$ 5,890,070	\$ 9,609,591

	BOND FUND	GROWTH & INCOME PORTFOLIO FUND	MONEY MARKET FUND	LONG-TERM CAPITAL APPRECIATION FUND	LOANS	UNALLOCATED
ASSETS						
Investments:						
Securities--at market value:						
McCormick & Company, Incorporated Common stock	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Unaffiliated issuers:						
Temporary investments	-	-	-	-	-	-
Mutual funds	7,670,699	61,236,920	12,670,138	69,601,294	-	-
Participant loans	-	-	-	-	4,536,238	-
Employer contributions receivable	-	-	-	-	-	3,748,797
Accrued interest and dividends Receivable	45,607	-	52,991	-	-	-
Due from (to) funds for securities sold, net	(22,425)	(19,026)	(72,761)	630,311	-	-
Cash	24	227	-	-	-	-
	7,693,905	61,218,121	12,650,368	70,231,605	4,536,238	3,748,797
LIABILITIES						
Cash overdrafts	-	-	348	431	-	-
Plan equity	\$ 7,693,905	\$ 61,218,121	\$ 12,650,020	\$ 70,231,174	\$ 4,536,238	\$ 3,748,797

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

7. ALLOCATION OF PLAN EQUITY TO INVESTMENT PROGRAMS (CONTINUED)

NOVEMBER 30, 1998

	TOTAL	McCORMICK STOCK FUND	BALANCED FUND	SMALL CAP VALUE FUND	INTERNATIONAL GROWTH FUND
ASSETS					
Investments:					
Securities--at market value:					
McCormick & Company, Incorporated Common stock	\$ 83,969,458	\$ 83,969,458	\$ -	\$ -	\$ -
Unaffiliated issuers:					
Temporary investments	654,239	654,239	-	-	-
Mutual funds	142,658,319	-	3,630,206	7,911,035	3,902,475
Participant loans	4,034,839	-	-	-	-
Employer contributions receivable	2,028,832	-	-	-	-
Accrued interest and dividends receivable	97,631	4,071	-	-	-
Cash	1	-	-	-	1
	233,443,319	84,627,768	3,630,206	7,911,035	3,902,476
LIABILITIES					
Cash overdrafts	173	-	-	-	-
Plan equity	\$233,443,146	\$ 84,627,768	\$ 3,630,206	\$ 7,911,035	\$ 3,902,476

	BOND FUND	GROWTH & INCOME PORTFOLIO FUND	MONEY MARKET FUND	LONG-TERM CAPITAL APPRECIATION FUND	LOANS	UNALLOCATED
ASSETS						
Investments:						
Securities--at market value:						
McCormick & Company, Incorporated Common stock	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Unaffiliated issuers:						
Temporary investments	-	-	-	-	-	-
Mutual funds	8,153,195	59,694,313	9,836,677	49,530,418	-	-
Participant loans	-	-	-	-	4,034,839	-
Employer contributions receivable	-	-	-	-	-	2,028,832
Accrued interest and dividends receivable	88,288	-	5,272	-	-	-
Cash	-	-	-	-	-	-
	<u>8,241,483</u>	<u>59,694,313</u>	<u>9,841,949</u>	<u>49,530,418</u>	<u>4,034,839</u>	<u>2,028,832</u>
LIABILITIES						
Cash overdrafts	39	-	103	-	31	-
Plan equity	<u>\$ 8,241,444</u>	<u>\$ 59,694,313</u>	<u>\$ 9,841,846</u>	<u>\$ 49,530,418</u>	<u>\$ 4,034,808</u>	<u>\$ 2,028,832</u>

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

8. ALLOCATION OF CHANGES IN PLAN EQUITY TO INVESTMENT PROGRAMS

YEAR ENDED NOVEMBER 30, 1999

	TOTAL	McCORMICK STOCK FUND	BALANCED FUND	SMALL CAP VALUE FUND	INTERNATIONAL GROWTH FUND
ADDITIONS					
Employer contributions	\$ 5,998,346	\$ 520,642	\$ 46,365	\$ 117,263	\$ 59,818
Employee contributions	11,841,578	2,912,290	327,453	710,615	369,646
Earnings from investments:					
Dividends:					
McCormick & Company, Incorporated	1,675,773	1,675,773	-	-	-
Mutual funds	10,493,875	-	373,131	578,238	171,086
Interest income	440,129	53,010	-	-	-
Transfers out, net	(63,109)	-	-	-	-
	-----	-----	-----	-----	-----
	30,386,592	5,161,715	746,949	1,406,116	600,550
	-----	-----	-----	-----	-----
Interfund transfers	-	(2,238,792)	(15,838)	(2,548,849)	3,345,492
DEDUCTIONS					
Participant withdrawals	14,370,337	4,574,902	266,840	227,207	228,381
Administrative expenses	265,790	5,190	1,305	106	5
	-----	-----	-----	-----	-----
	14,636,127	4,580,092	268,145	227,313	228,386
	-----	-----	-----	-----	-----
Net realized gain (loss) on Investments	13,340,091	5,124,709	8,712	(651,627)	216,337
Net unrealized (depreciation) appreciation of investments	(3,851,017)	(8,804,831)	(287,592)	708	1,773,122
	-----	-----	-----	-----	-----
Net increase (decrease)	25,239,539	(5,337,291)	184,086	(2,020,965)	5,707,115
Plan equity at beginning of year	233,443,146	84,627,768	3,630,206	7,911,035	3,902,476
Plan equity at end of year	\$ 258,682,685	\$ 79,290,477	\$ 3,814,292	\$ 5,890,070	\$ 9,609,591
	=====	=====	=====	=====	=====

	BOND FUND	GROWTH & INCOME PORTFOLIO FUND	MONEY MARKET FUND	LONG-TERM CAPITAL APPRECIATION FUND	LOANS	UNALLOCATED
ADDITIONS						
Employer contributions	\$ 88,918	\$ 541,875	\$ 110,396	\$ 524,755	\$ -	\$ 3,988,314
Employee contributions	520,590	3,230,381	681,496	3,089,107	-	-
Earnings from investments:						
Dividends:						
McCormick & Company, Incorporated	-	-	-	-	-	-
Mutual funds	638,888	4,417,423	516,699	3,798,410	-	-
Interest income	(42,681)	-	47,719	-	382,081	-
Transfers out, net	-	-	-	-	-	(63,109)
	1,205,715	8,189,679	1,356,310	7,412,272	382,081	3,925,205
Interfund transfers	(689,146)	(5,580,574)	2,897,767	6,461,978	333,685	(1,965,723)
DEDUCTIONS						
Participant withdrawals	644,367	3,697,882	1,439,496	3,076,926	214,336	-
Administrative expenses	4,085	6,754	6,407	2,421	-	239,517
	648,452	3,704,636	1,445,903	3,079,347	214,336	239,517
Net realized gain (loss) on Investments	(63,659)	4,833,632	-	3,871,987	-	-
Net unrealized (depreciation) appreciation of investments	(351,997)	(2,214,293)	-	6,033,866	-	-
Net increase (decrease)	(547,539)	1,523,808	2,808,174	20,700,756	501,430	1,719,965
Plan equity at beginning of year	8,241,444	59,694,313	9,841,846	49,530,418	4,034,808	2,028,832
Plan equity at end of year	\$ 7,693,905	\$ 61,218,121	\$ 12,650,020	\$ 70,231,174	\$ 4,536,238	\$ 3,748,797

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

8. ALLOCATION OF CHANGES IN PLAN EQUITY TO INVESTMENT PROGRAMS (CONTINUED)

YEAR ENDED NOVEMBER 30, 1998

	TOTAL	MCCORMICK STOCK FUND	BALANCED FUND	SMALL CAP VALUE FUND	INTERNATIONAL GROWTH FUND
ADDITIONS					
Employer contributions	\$ 4,128,276	\$ 512,342	\$ 37,700	\$ 140,079	\$ 52,394
Employee contributions	10,495,721	2,762,986	214,130	777,527	303,101
Earnings from investments:					
Dividends:					
McCormick & Company, Incorporated	1,589,823	1,589,823	-	-	-
Mutual funds	8,012,978	-	339,616	652,616	241,531
Interest income	509,848	62,419	-	-	31,734
Transfers in, net	143,917	-	-	-	-
	24,880,563	4,927,570	591,446	1,570,222	628,760
Interfund transfers	-	(1,800,463)	349,388	(1,469,501)	(10,298)
DEDUCTIONS					
Participant withdrawals	14,258,480	5,594,315	163,597	177,645	52,608
Administrative expenses	294,609	5,696	1,037	185	22
	14,553,089	5,600,011	164,634	177,830	52,630
Net realized gain (loss) on investments	8,047,602	4,228,110	18,384	47,898	(36,602)
Net unrealized appreciation (depreciation) of investments	22,625,690	13,942,183	(6,932)	(2,045,747)	125,180
Net increase (decrease)	41,000,766	15,697,389	787,652	(2,074,958)	654,410
Plan equity at beginning of year	192,442,380	68,930,379	2,842,554	9,985,993	3,248,066
Plan equity at end of year	\$233,443,146	\$ 84,627,768	\$ 3,630,206	\$ 7,911,035	\$ 3,902,476

	BOND FUND	GROWTH & INCOME PORTFOLIO FUND	MONEY MARKET FUND	LONG-TERM CAPITAL APPRECIATION FUND	LOANS	UNALLOCATED
ADDITIONS						
Employer contributions	\$ 91,119	\$ 513,755	\$ 94,664	\$ 463,942	\$ -	\$ 2,222,281
Employee contributions	500,385	2,880,323	487,264	2,570,005	-	-
Earnings from investments:						
Dividends:						
McCormick & Company, Incorporated	-	-	-	-	-	-
Mutual funds	605,850	2,885,859	367,554	2,919,952	-	-
Interest income	88,288	-	5,272	-	322,135	-
Transfers in, net	-	-	-	-	-	143,917
	1,285,642	6,279,937	954,754	5,953,899	322,135	2,366,198
Interfund transfers	63,099	973,487	3,286,639	391,943	837,300	(2,621,594)
DEDUCTIONS						
Participant withdrawals	783,071	3,043,436	1,031,596	3,039,161	373,051	-
Administrative expenses	3,309	7,096	6,708	3,191	100	267,265
	786,380	3,050,532	1,038,304	3,042,352	373,151	267,265
Net realized gain (loss) on investments	(2,879)	2,426,057	-	1,366,634	-	-
Net unrealized appreciation (depreciation) of investments	(176,615)	5,942,815	-	4,844,806	-	-
Net increase (decrease)	382,867	12,571,764	3,203,089	9,514,930	786,284	(522,661)
Plan equity at beginning of year	7,858,577	47,122,549	6,638,757	40,015,488	3,248,524	2,551,493
Plan equity at end of year	\$ 8,241,444	\$ 59,694,313	\$ 9,841,846	\$ 49,530,418	\$ 4,034,808	\$ 2,028,832

THE MCCORMICK PROFIT SHARING PLAN
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

8. ALLOCATION OF CHANGES IN PLAN EQUITY TO INVESTMENT PROGRAMS (CONTINUED)

YEAR ENDED NOVEMBER 30, 1997

	TOTAL	MCCORMICK STOCK FUND	BALANCED FUND	SMALL CAP VALUE FUND	INTERNATIONAL GROWTH FUND
ADDITIONS					
Employer contributions	\$ 4,511,700	\$ 449,193	\$ 19,092	\$ 72,521	\$ 32,520
Employee contributions	8,981,750	2,540,813	115,459	439,533	200,087
Earnings from investments:					
Dividends:					
McCormick & Company, Incorporated	1,646,897	1,646,897	-	-	-
Mutual funds	4,387,254	-	146,604	159,501	132,501
Interest income	308,864	25,316	66	193	97
Transfers in, net	458,999	-	-	-	-
	20,295,464	4,662,219	281,221	671,748	365,205
Interfund transfers	-	(7,631,045)	1,281,433	6,191,855	1,971,271
DEDUCTIONS					
Participant withdrawals	12,867,963	5,983,418	70,313	144,718	73,626
Administrative expenses	295,958	8,970	723	93	-
	13,163,921	5,992,388	71,036	144,811	73,626
Net realized gain on investments	12,096,189	8,928,753	42,152	162,106	38,439
Net unrealized appreciation (depreciation) of investments	8,175,110	(3,931,295)	164,108	1,332,019	(12,913)
Net increase (decrease)	27,402,842	(3,963,756)	1,697,878	8,212,917	2,288,376
Plan equity at beginning of year	165,039,538	72,894,135	1,144,676	1,773,076	959,690
Plan equity at end of year	\$192,442,380	\$ 68,930,379	\$ 2,842,554	\$ 9,985,993	\$ 3,248,066

	BOND FUND	GROWTH & INCOME PORTFOLIO FUND	MONEY MARKET FUND	LONG-TERM CAPITAL APPRECIATION FUND	LOANS	UNALLOCATED
ADDITIONS						
Employer contributions	\$ 84,914	\$ 397,414	\$ 73,587	\$ 402,402	\$ -	\$ 2,980,057
Employee contributions	483,941	2,402,311	408,593	2,391,013	-	-
Earnings from investments:						
Dividends:						
McCormick & Company, Incorporated	-	-	-	-	-	-
Mutual funds	505,645	1,990,406	312,116	1,140,481	-	-
Interest income	1,327	1,837	2,228	56	277,744	-
Transfers in, net	(36,091)	109,784	(22,436)	21,253	236,629	149,860
	1,039,736	4,901,752	774,088	3,955,205	514,373	3,129,917
Interfund transfers	105,749	2,102,562	813,652	(3,788,908)	538,465	(1,585,034)
DEDUCTIONS						
Participant withdrawals	465,954	2,622,694	735,109	2,251,127	521,004	-
Administrative expenses	8,739	14,240	11,622	8,159	-	243,412
	474,693	2,636,934	746,731	2,259,286	521,004	243,412
Net realized gain on investments	6,750	1,781,832	-	1,136,157	-	-
Net unrealized appreciation (depreciation) of investments	37,754	5,575,573	-	5,009,864	-	-
Net increase (decrease)	715,296	11,724,785	841,009	4,053,032	531,834	1,301,471
Plan equity at beginning of year	7,143,281	35,397,764	5,797,748	35,962,456	2,716,690	1,250,022
Plan equity at end of year	\$ 7,858,577	\$ 47,122,549	\$ 6,638,757	\$ 40,015,488	\$ 3,248,524	\$ 2,551,493

SUPPLEMENTAL SCHEDULES

THE MCCORMICK PROFIT SHARING PLAN

LINE 27A--SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

NOVEMBER 30, 1999

DESCRIPTION	SHARES HELD	COST VALUE	MARKET VALUE

Temporary investments:			
Norwest Short Term Investment Fund	938,541	\$ 938,541	\$ 938,541
McCormick & Company, Incorporated:			
Common stock	2,448,576	41,573,927	78,507,473
Mutual Funds Investments:			
American Balanced Fund	244,897	3,911,788	3,805,706
T. Rowe Price Small Cap Value Fund	313,569	6,523,972	5,848,065
American EuroPacific International Fund	246,154	7,740,977	9,641,849
Bond Fund of America	590,963	8,080,411	7,670,699
Fidelity Growth & Income Fund	1,339,097	43,597,256	61,236,920
T. Rowe Price Prime Reserve - Money Market Fund	12,670,137	12,670,136	12,670,138
Fidelity Long-Term Capital Appreciation Fund (Magellan Fund)	527,283	49,805,534	69,601,294
Participant loans (average interest rate of 9%)		-	4,536,238
		-----	-----
		\$ 174,842,542	\$ 254,456,923
		=====	=====

THE MCCORMICK PROFIT SHARING PLAN
 LINE 27D--SCHEDULE OF REPORTABLE TRANSACTIONS
 YEAR ENDED NOVEMBER 30, 1999

B. DESCRIPTION OF SECURITY	C. PURCHASE PRICE	D. SELLING PRICE	F. EXPENSES INCURRED	G. COST OF SECURITY	H. CURRENT VALUE	I. NET GAIN OR (LOSS)

Category (iii) Series of transactions in excess of 5% of plan assets						
Norwest Short-Term Investment Fund	\$22,161,608	\$21,877,308	\$ -	\$21,877,308	\$44,038,916	\$ -
Fidelity Magellan Fund Inc	20,825,989	9,708,825	-	6,950,848	30,534,814	2,757,977
Fidelity Growth & Income Portfolio	13,235,996	14,432,686	-	9,599,048	27,668,682	4,833,638
T. Rowe Price Prime Reserve Fund	14,926,924	11,877,080	-	11,877,080	26,804,004	-

There were no category (i), (ii) or (iv) reportable transaction during the year ended November 30, 1999.

CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference in the following Registration Statements of McCormick & Company, Incorporated and subsidiaries and in the related Prospectuses (if applicable) of our report dated April 28, 2000, with respect to the financial statements and supplemental schedules of the McCormick Profit Sharing Plan for the year ended November 30, 1999 included under Item 14., EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K in this Form 10-K/A, No.1.

FORM -----	REGISTRATION NUMBER -----	DATE FILED -----
S-8	333-93231	12/21/99
S-8	333-74963	3/24/99
S-3	333-47611	3/9/98
S-8	33-23727	3/21/97
S-8	33-58197	3/23/95
S-3	33-66614	7/27/93
S-3	33-40920	5/29/91 **
S-8	33-33724	3/02/90
S-3	33-32712	12/21/89
S-3	33-24660	3/16/89
S-8	33-24658	9/15/88
S-3	33-24659	9/15/88

** Includes amendment filed 6/18/91.

Baltimore, Maryland
May 30, 2000