

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>Manzone Lisa</u>  (Last) (First) (Middle) <u>MCCORMICK &amp; COMPANY, INCORPORATED</u> <u>24 SCHILLING ROAD, SUITE 1</u>  (Street) <u>HUNT VALLEY MD 21031</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MCCORMICK &amp; CO INC [ MKC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. VP Global Human Relations</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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			
<u>Common Stock - Voting</u>								<u>11,893</u>	<u>D</u>	
<u>Common Stock - Non Voting</u>								<u>868</u>	<u>D</u>	

**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					
<u>Phantom Stock</u>	<u>(1)</u>							<u>(1)</u>	<u>(1)</u>	<u>Common Stock - Voting</u>		<u>2,431.1752</u>	<u>I</u>	<u>Non-Qualified Retirement Savings Plan</u>
<u>Restricted Stock Units</u>	<u>(2)</u>	<u>04/01/2020</u>		<u>A</u>		<u>1,588</u>		<u>(3)</u>	<u>(3)</u>	<u>Common Stock - Voting</u>	<u>1,588</u>	<u>\$0</u>	<u>1,588</u>	<u>D</u>
<u>Options - Right to Buy</u>	<u>\$138.62</u>	<u>04/01/2020</u>		<u>A</u>		<u>8,010</u>		<u>(4)</u>	<u>(4)</u>	<u>Common stock - Voting</u>	<u>8,010</u>	<u>\$0</u>	<u>8,010</u>	<u>D</u>

**Explanation of Responses:**

- 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.
- Each Restricted Stock Unit represents a contingent right to receive on share of Common stock.
- The Restricted Stock Units vest in thirds over a three year period beginning March 15, 2021, March 15, 2022 and March 15, 2023.
- The option grant becomes exercisable in thirds of each of the first three (3) grant anniversaries.

**Remarks:**

Jason E. Wynn, Attorney-in-fact 04/03/2020

\*\* 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.

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