

Carpenter William Geoffrey  
 Form 4  
 November 29, 2012

# FORM 4

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

OMB APPROVAL

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Carpenter William Geoffrey

(Last) (First) (Middle)

MCCORMICK & COMPANY,  
 INCORPORATED, 18 LOVETON  
 CIRCLE

(Street)

SPARKS, MD 21152

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MCCORMICK & CO INC [MKC]

3. Date of Earliest Transaction  
 (Month/Day/Year)

11/27/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 V.P., General Counsel & Sec.

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock - Voting	11/27/2012		M		11,288	A	\$ 29.89	42,649.627	D
Common Stock - Voting	11/27/2012		F		7,404	D	\$ 65.48	35,245.627	D
Common Stock - Voting	11/27/2012		M		8,776	A	\$ 38.39	44,021.627	D
Common Stock - Voting	11/27/2012		F		6,781	D	\$	37,240.627	D

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Stock - Voting						65.48		
Common Stock - Voting						2,441.41	I	401(k) Retirement Plan
Common Stock - Voting						17,085.868	I	Trust
Common Stock - Non Voting	11/27/2012		M	3,762	A	\$ 29.89	4,779.443	D
Common Stock - Non Voting	11/27/2012		F	2,639	D	\$ 65.48	2,140.443	D
Common Stock - Non Voting	11/27/2012		M	2,924	A	\$ 38.39	5,064.443	D
Common Stock - Non Voting	11/27/2012		F	2,260	D	\$ 65.48	2,804.443	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

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**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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to	\$ 29.89	11/27/2012		M	11,288	03/25/2010	03/24/2019	Common Stock -	11,288

