

HRABOWSKI FREEMAN A III  
Form 4  
January 31, 2019

**FORM 4**

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

OMB APPROVAL

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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).

**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 \*  
HRABOWSKI FREEMAN A III

2. Issuer Name and Ticker or Trading Symbol  
MCCORMICK & CO INC [MKC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

MCCORMICK & COMPANY, INCORPORATED, 124 SCHILLING ROAD, SUITE 1

3. Date of Earliest Transaction (Month/Day/Year)  
01/14/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)

HUNT VALLEY, MD 21031

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock - Voting	01/14/2019		J(1)	V	81.203	A	\$ 139.7593
Common Stock - Voting	01/30/2019		M		3,750	A	\$ 29.89
Common Stock - Voting	01/30/2019		F		924	D	\$ 121.335
Common Stock - Voting	01/14/2019		J(1)	V	10.837	A	\$ 5,204.022

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Stock - Non Voting						139.7593	
Common Stock - Non Voting	01/30/2019		M	1,250	A	\$ 29.89	6,454.022 D
Common Stock - Non Voting	01/30/2019		F	308	D	\$ 121.335	6,146.022 D

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

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(9-02)

**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 Security (Instr. 3 and 4)	
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Phantom Stock	(1)	01/14/2019		J	V	48.779		(1) (1)	Common Stock - Voting 48.7
Option - Right to Buy	\$ 29.89	01/30/2019		M		3,750		03/25/2010 03/24/2019	Common Stock - Voting 3,750
Option - Right to Buy	\$ 29.89	01/30/2019		M		1,250		03/25/2010 03/24/2019	Common Stock - Non Voting 1,250

## Reporting Owners

Reporting Owner Name / Address Relationships

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Director 10% Owner Officer Other

HRABOWSKI FREEMAN A III  
MCCORMICK & COMPANY, INCORPORATED X  
124 SCHILLING ROAD, SUITE 1  
HUNT VALLEY, MD 21031

## Signatures

Jason E Wynn,  
Attorney-in-fact 01/31/2019

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Dividend Reinvestment
  - (2) Option Exercised.

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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