

Perich Cecile K
Form 4
July 09, 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 *
Perich Cecile K

(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)
07/05/2012

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)
Senior Vice President - HR

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock - Voting | 07/05/2012 | | M | 1,987 | A \$ 38.28 | 26,325.59 | D |
| Common Stock - Voting | 07/05/2012 | | F | 1,576 | D \$ 61.275 | 24,749.59 | D |
| Common Stock - Voting | 07/05/2012 | | M | 4,500 | A \$ 37.59 | 29,249.59 | D |
| Common Stock - Voting | 07/05/2012 | | F | 3,540 | D \$ | 25,709.59 | D |

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| | | | | | | | | |
|---------------------------|------------|---|--------|---|-----------|-----------|---|-------------------------|
| Stock - Voting | | | | | | 61.275 | | |
| Common Stock - Voting | 07/05/2012 | M | 11,288 | A | \$ 29.89 | 36,997.59 | D | |
| Common Stock - Voting | 07/05/2012 | F | 7,518 | D | \$ 61.275 | 29,479.59 | D | |
| Common Stock - Voting | 07/05/2012 | M | 8,776 | A | \$ 38.39 | 38,255.59 | D | |
| Common Stock - Voting | 07/05/2012 | F | 6,967 | D | \$ 61.275 | 31,288.59 | D | |
| Common Stock - Voting | 07/05/2012 | M | 5,275 | A | \$ 47.4 | 36,563.59 | D | |
| Common Stock - Voting | 07/05/2012 | F | 4,616 | D | \$ 61.275 | 31,947.59 | D | |
| Common Stock - Voting | | | | | | 2,520.24 | I | 401 (k) Retirement Plan |
| Common Stock - Non Voting | 07/05/2012 | M | 662 | A | \$ 38.28 | 2,632.49 | D | |
| Common Stock - Non Voting | 07/05/2012 | F | 526 | D | \$ 61.275 | 2,106.49 | D | |
| Common Stock - Non Voting | 07/05/2012 | M | 1,500 | A | \$ 37.59 | 3,606.49 | D | |
| Common Stock - Non Voting | 07/05/2012 | F | 1,181 | D | \$ 61.275 | 2,425.49 | D | |
| Common Stock - Non Voting | 07/05/2012 | M | 3,762 | A | \$ 29.89 | 6,187.49 | D | |
| Common Stock - Non Voting | 07/05/2012 | F | 2,507 | D | | 3,680.49 | D | |

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| | | | | | | | | | |
|------------------------------------|------------|--|---|-------|---|--------------|----------|--|---|
| Common Stock - Non Voting | | | | | | \$ | | | |
| | | | | | | 61.275 | | | |
| Common Stock - Non Voting | 07/05/2012 | | M | 2,924 | A | \$ 38.39 | 6,604.49 | | D |
| Common Stock - Non Voting | 07/05/2012 | | F | 2,322 | D | \$ 61.275 | 4,282.49 | | 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 Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Option - Right to Buy | \$ 38.28 | 07/05/2012 | | M | 1,987 | 03/28/2008 03/27/2017 | Common Stock - Voting | 1,987 | |
| Option - Right to Buy | \$ 37.59 | 07/05/2012 | | M | 4,500 | 04/02/2009 04/01/2018 | Common Stock - Voting | 4,500 | |
| Option - Right to Buy | \$ 29.89 | 07/05/2012 | | M | 11,288 | 03/25/2010 03/24/2019 | Common Stock - Voting | 11,288 | |
| Option - Right to Buy | \$ 38.39 | 07/05/2012 | | M | 8,776 | 03/31/2011 03/30/2020 | Common Stock - Voting | 8,776 | |
| Option - Right to | \$ 47.4 | 07/05/2012 | | M | 5,275 | 03/30/2012 03/29/2021 | Common Stock - | 5,275 | |

| Buy | | | | | | | | Voting |
|-----------------------------|----------|------------|---|-------|------------|------------|--|---|
| Option - Right to Buy | \$ 38.28 | 07/05/2012 | M | 662 | 03/28/2008 | 03/27/2017 | | Common Stock - Non Voting 662 |
| Option - Right to Buy | \$ 37.59 | 07/05/2012 | M | 1,500 | 04/02/2009 | 04/01/2018 | | Common Stock - Non Voting 1,500 |
| Option - Right to Buy | \$ 29.89 | 07/05/2012 | M | 3,762 | 03/25/2010 | 03/24/2019 | | Common Stock - Non Voting 3,762 |
| Option - Right to Buy | \$ 38.39 | 07/05/2012 | M | 2,924 | 03/31/2011 | 03/30/2020 | | Common Stock - Non Voting 2,924 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Perich Cecile K MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152 | | | Senior Vice President - HR | |

Signatures

W. Geoffrey Carpenter, 07/09/2012
Attorney-in-Fact

__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) 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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