

WILSON ALAN D

Form 4

October 04, 2018

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WILSON ALAN D

(Last) (First) (Middle)

**MCCORMICK & COMPANY,
INCORPORATED, 24 SCHILLING
ROAD, SUITE 1**

(Street)

HUNT VALLEY, MD 21031

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/02/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock - Voting					113,643.9052 (1)	D	
Common Stock-Voting	10/02/2018		G	6,000 D (5)	107,643.9052	D	
Common Stock - Voting					10,678.8726	I	401(k) Retirement Plan
Common Stock -	10/02/2018		G	1,725 D (2)	0	I	By 2016 GRAT

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Voting

Common
Stock -
Voting

24,600

I

By 2017
GRAT ⁽³⁾

Common
Stock -
Voting

20,000

I

By 2018
GRAT ⁽⁴⁾

Common
Stock - Non
Voting

5,852.054

D

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

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SEC 1474
(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)	8. Price of Derivative Security (Instr. 5)
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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(6)</u>							<u>(6)</u>	<u>(6)</u>	Common Stock - Voting	0

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WILSON ALAN D
MCCORMICK & COMPANY, INCORPORATED
24 SCHILLING ROAD, SUITE 1
HUNT VALLEY, MD 21031

X

Signatures

Jason E. Wynn,
Attorney-in-fact

10/04/2018

__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).
- Number reflects the transfer of 5,350 shares of Common Stock-Voting from the 2016 GRAT to the reporting person, 15,400 shares of
- (1) Common Stock-Voting from the 2017 GRAT to the reporting person and 20,000 shares of Common Stock-Voting from the reporting person to a newly established 2018 GRAT.
 - (2) Upon termination of the reporting person's 2016 GRAT, 1,725 shares of Common Stock -Voting were gifted to a trust not controlled by the reporting person.
 - (3) Number reflects the transfer of 15,400 shares of Common Stock-Voting from the 2017 GRAT to the reporting person.
 - (4) On October 2, 2018, the reporting person established the 2018 GRAT and transferred 20,000 shares of Common Stock -Voting previously reported as directly held.
 - (5) Shares gifted; no purchase price required.
 - (6) 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.

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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