

MCCORMICK & CO INC
 Form 4
 October 21, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
 Langmead Charles T

(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)
 10/16/2009

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)
 President US Industrial Group

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	10/19/2009		J	10,867	A	\$ 48,131.07	D
Common Stock - Voting	10/20/2009		M	30,000	A	\$ 78,131.07	D
Common Stock - Voting	10/20/2009		F	23,905	D	\$ 54,226.07	D
Common Stock - Voting	10/20/2009		J	2,031	A	\$ 56,257.07	D

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Stock - Voting									
Common Stock - Voting						14,857.0558 (2)	I		401(k) Retirement Plan
Common Stock - Non Voting	10/19/2009		J	10,867	D	0.06			
Common Stock - Non Voting	10/20/2009		M	10,000	A	\$ 22.26	10,000.06	D	
Common Stock - Non Voting	10/20/2009		F	7,969	D	\$ 34.95	2,031.06	D	
Common Stock - Non Voting	10/20/2009		J	2,031	D	0.06			

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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of S	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Phantom Stock	(3)	10/16/2009		J	V 8.2331	(3)	(3)	Common Stock - Voting	8.2
Option - Right to Buy	\$ 22.26	10/20/2009		M	30,000	01/28/2004	01/27/2013	Common Stock - Voting	30,

