#### MCCORMICK & CO INC

Form 4 March 30, 2007

## FORM 4

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

OMB 32

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

(Middle)

Number: 3235-0287 Expires: January 31,

**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Estimated average burden hours per response... 0.5

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

MCCORMICK & CO INC [MKC]

3. Date of Earliest Transaction

Symbol

1(b).

(Last)

(Print or Type Responses)

WILSON ALAN D

1. Name and Address of Reporting Person \*

(First)

| MCCORMICK & COMPANY,<br>INCORPORATED, 18 LOVETON<br>CIRCLE |                 | h/Day/Year)<br>3/2007                      | below)  | 10% Owner<br>E Other (specify<br>bw)<br>S. CPD           |   |  |  |
|--|-----------------|--|---|--|---|--|--|
| (Street) SPARKS, MD 21152                                  |                 | mendment, Date Original<br>Month/Day/Year) | <ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul> |  |   |  |  |
| (City) (State)   | (Zip) T         | abla I. Non Donivativa Securities          | Person  |  |   |  |  |
| 1.Title of Security (Month/Day/Y (Instr. 3)                | Date 2A. Deemed | Code Disposed of (D)                       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |  |
| Stock -<br>Voting  |                 |  | 25,324.637  | D  |   |  |  |
| Common<br>Stock -<br>Voting                                |                 |  | 885.178   | I  | Deferred<br>Compensation<br>Plan                      |  |  |
| Common<br>Stock -<br>Non<br>Voting                         |                 |  | 5,002.781   | D  |   |  |  |

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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.

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of or 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<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |
| Option -<br>Right to<br>Buy                         | \$ 38.28  | 03/28/2007                           |   | A                                      | 36,676   | 03/28/2008   | 03/27/2017         | Common<br>Stock -<br>Voting                                   | 36,676                              |
| Option -<br>Right to<br>Buy                         | \$ 38.28  | 03/28/2007                           |   | A                                      | 13,224   | 03/28/2008   | 03/27/2017         | Common<br>Stock -<br>Voting                                   | 13,224                              |
| Restricted<br>Stock<br>Units                        | (1)   | 03/28/2007                           |   | A                                      | 8,768  | (2)  | (2)                | Coomon<br>Stock -<br>Voting                                   | 8,768                               |
| Restricted<br>Stock<br>Units                        | <u>(1)</u>  | 03/28/2007                           |   | A                                      | 2,922  | <u>(2)</u>   | (2)                | Common<br>Stock -<br>Non<br>Voting                            | 2,922                               |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILSON ALAN D MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152

President - U.S. CPD

## **Signatures**

Sonia G. Cudd, Attorney-in-fact 03/30/2007

\*\*Signature of Reporting Person Date

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# **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) Each restricted stock unit represents a contingent right to receive one share of Common Stock.
- The reported Restricted Stock Units entitle the reporting person to receive, on each of the first and second anniversaries of the date of
- (2) grant, a distribution of common stock equal to 50% of the grant. Once vested, the restricted Stock Units are settled in an equal numer of shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.