

Kurzius Lawrence Erik
 Form 4
 October 03, 2012

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 *
 Kurzius Lawrence Erik

(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)
 10/01/2012

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)
 President - International

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	10/01/2012		M	17,550	A	\$ 38.35	46,281	D
Common Stock - Voting	10/01/2012		S	17,550	D	\$ 62.2543	28,731	D
Common Stock - Voting	10/01/2012		M	21,825	A	\$ 32.83	50,556	D
Common Stock - Voting	10/01/2012		S	21,825	D	\$ 62.232	28,731	D

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Stock - Voting									
Common Stock - Voting	10/01/2012	M	18,676	A	\$ 38.28	47,407	D		
Common Stock - Voting	10/01/2012	S	18,676	D	\$ 62.2472	28,731	D		
Common Stock - Voting	10/01/2012	M	18,976	A	\$ 37.59	47,707	D		
Common Stock - Voting	10/01/2012	S	18,976	D	\$ 62.2695	28,731	D		
Common Stock - Voting						12,500	I	IRA	
Common Stock - Non Voting	10/01/2012	M	5,850	A	\$ 38.35	5,850	D		
Common Stock - Non Voting	10/01/2012	S	5,850	D	\$ 62.1117	0	D		
Common Stock - Non Voting	10/01/2012	M	7,275	A	\$ 32.83	7,275	D		
Common Stock - Non Voting	10/01/2012	S	7,275	D	\$ 62.0204	0	D		
Common Stock - Non Voting	10/01/2012	M	6,224	A	\$ 38.28	6,224	D		
Common Stock - Non Voting	10/01/2012	S	6,224	D	\$ 62.2711	0	D		
Common Stock - Non Voting	10/01/2012	M	6,324	A	\$ 37.59	6,324	D		

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Common
 Stock -
 Non
 Voting
 10/01/2012
 S 6,324 D \$ 62.2621 0 D

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option - Right to Buy	\$ 38.35	10/01/2012		M	17,550	01/25/2006 01/24/2015	Common Stock - Voting 17,550
Option - Right to Buy	\$ 32.83	10/01/2012		M	21,825	02/28/2007 02/27/2016	Common Stock - Voting 21,825
Option - Right to Buy	\$ 38.28	10/01/2012		M	18,676	03/28/2008 03/27/2017	Common Stock - Voting 18,676
Option - Right to Buy	\$ 37.59	10/01/2012		M	18,976	04/02/2009 04/01/2018	Common Stock - Voting 18,976
Option - Right to Buy	\$ 38.35	10/01/2012		M	5,850	01/25/2006 01/24/2015	Common Stock - Non Voting 5,850
Option - Right to Buy	\$ 32.83	10/01/2012		M	7,275	02/28/2007 02/27/2016	Common Stock - Non Voting 7,275
Option - Right to	\$ 38.28	10/01/2012		M	6,224	03/28/2008 03/27/2017	Common Stock - 6,224

Buy									Non Voting	
Option - Right to Buy	\$ 37.59	10/01/2012	M	6,324	04/02/2009	04/01/2018			Common Stock - Non Voting	6,324

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kurzius Lawrence Erik MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152			President - International	

Signatures

W. Geoffrey Carpenter, Attorney-in-fact	10/03/2012
<small>**Signature of Reporting Person</small>	<small>Date</small>

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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