Langmead Charles T Form 4 May 07, 2010

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue.

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

57,645.07

463.06

15,071.16 (1) I

D

D

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock -

Voting Common

Stock -

Voting

Stock -

Common

Non Voting

(Print or Type Responses)

1. Name and Langmead	Symbol	2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	Middle) 3. Date of	of Earliest T	ransaction		(CI	еск ан арриса	one)	
		(Month/	Day/Year)			Director	10	0% Owner	
MCCORM	Y, 04/26/2	2010			_X Officer (give title Other (specify below) President US Industrial Group				
INCORPO	ETON								
CIRCLE									
	4. If Am	endment, Da	ate Original		6. Individual or Joint/Group Filing(Check				
		Filed(Mo	onth/Day/Yea	r)		Applicable Line)			
SPARKS, I						Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Tab	ole I - Non-I	Derivative Secur	ities Ac	quired, Disposed	l of, or Benefic	ially Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Date, if TransactionAcquired (A) or			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and		Owned	Indirect (I)	Ownership	
						Following Reported	(Instr. 4)	(Instr. 4)	
				(A)		Transaction(s)			
			~	or		(Instr. 3 and 4)			
C			Code V	Amount (D)	Price	,			
Common									

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

401(k)

Plan

Retirement

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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)	Code	ransactionof		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Security (Instr. 5	
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(2)	04/26/2010	J	V	9.35		(2)	(2)	Common Stock - Voting	9.35	\$ 38.

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Langmead Charles T MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152

President US Industrial Group

Signatures

W. Geoffrey Carpenter, Attorney-in-fact 05/07/2010

**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) Includes 214.11 shares acquired under McCormick's 401(k) plan since the date of the reporting person's last ownership report.
- (2) Dividend reinvestment.

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.

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