### MCCORMICK & CO INC

Form 4 March 28, 2003

# FORM 4

\_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# 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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Address Hrabowski, III Free				me and Ti		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (F McCormick & Com 18 Loveton Circle	of Repor	ting	ntification g Person, voluntary)	- , , , , , ,	N	. Statement for Month/Day/Year March 26, 2003	X Director  10% Owner  Officer (give title below) Other (specify below)			
(S Sparks, MD 21152					I	. If Amendment, Date of Original Month/Day/Year)	(Check Ap <u>X</u> Form file Person	al or Joint/Group Filing plicable Line) ed by One Reporting ed by More than One Person		
(City) (	Ta	ıble	I Non-	Deriv	ative S	posed of, or Beneficially Owned				
1. Title of Security 2. Trans- action Date (Month/		2A. Deemed Execution Date, if any (Month/Day/	action Code (Instr. 8)		4. Securities A (A) or Dispose (Instr. 3, 4 & 5		of (D)		6. Owner-ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	Year)	Year)	Code	ľ	Milount	or (D)	THEC	Transactions(s) (Instr. 3 & 4)	(Instr. 4)	
Common Stock - Voting	3/26/03		A		617	A	\$24.3	3,264.48	D	
Common Stock - Voting	3/26/03		<b>A</b> (1)		30.81	A	\$24.3	2,377.09	I	Deferred Compensation Plan
Common Stock - Non- Voting								2,415.87	D	

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

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#### FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect	
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial	

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Instruction 2)			· · ·	Code				(Me∕Ionth/Day/ e¥ear)		Secui		` /	,		Ownership	
(Instr. 3)	Derivative		if any							(IIISU	: 3 & 4)			of Deriv-	(IIISur. 4)	ı
	Security	`	(Month/	(Instr.	F	Acqı	ure	p I					Following	ative		1
		Day/	Day/	8)	(	A) (	or						Reported	Security:		ı
		Year)	Year)		Ι	Disp	ose	d					Transaction(s)	Direct		l
					c	of (E	))						(Instr. 4)	(D)		l
														or		l
					(	Inst	r.							Indirect		l
					3	, 4	&							(I)		ı
					5	(i)								(Instr. 4)		l
				Code	V (	A) (	(D)	Date	Expira-	Title	Amount					l
								Exer-cisable	tion		or					l
									Date		Number					l
											of					ĺ
											Shares					1

Explanation of Responses:

(1) Grant from issuer exempt pursuant to Rule 16(b)-3(d).

By: /s/ Freeman A. Hrabowski, III March 28, 2003
W. Geoffrey Carpenter, Attorney-in-fact
\*\*Signature of Reporting Person

\*\*But March 28, 2003
Date

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations.