Edgar Filing: DUNN EDWARD S JR - Form 4

DUNN ED Form 4	WARD S JR												
January 26										0.45			
FOR	VI 4 _{UNITED}	STATES	SECU	RITI	ES	AND EX	CH/	ANGE C	OMMISSION		APPROVAL		
						n, D.C. 2				Number:	3235-0287 January 31,		
if no lo subject Section Form 4 Form 5 obligat	to 16. or Filed pu ions Section 17	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											
<i>See</i> Ins 1(b).	truction	30(h) o	of the I	Investi	mer	nt Compa	ny A	ct of 194	0				
(Print or Type	e Responses)												
DUNN EDWARD S JR Symbo						nd Ticker o		-	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			MCCORMICK & CO INC [MKC]						(Check all applicable)				
(M				 Date of Earliest Transaction Month/Day/Year) 01/20/2006 					X_ Director10% Owner Officer (give titleOther (specify below)Other (specify				
				mendment, Date Original Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 				
(City)	(State)	(Zip)	Tal		Non	Domination	Sam	witing A age		f or Donofia	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			(A) or						6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	5. 7. Nature of Ownership Indirect Benefici Form: Ownership Direct (D) (Instr. 4) or Indirect I)		
Common Stock - Voting	01/20/2006			Code J <u>(2)</u>		Amount 22.149	(D) A	Price \$ 30.782	3,809.866	D			
Common Stock - Voting	01/20/2006			J <u>(1)</u>	V	11.603	A	\$ 30.49	1,987.621	I	Deferred Compensation Plan		
Common Stock - Non Voting	01/20/2006			J <u>(2)</u>	v	0.121	A	\$ 30.782	4,546.441	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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transac Code (Instr. 8	5. tionNumber of) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	7. Title Amour Underl Securit (Instr. 2	nt of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code	√ (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
DUNN EDWARD S JR MCCORMICK & COMPANY, IN 18 LOVETON CIRCLE SPARKS, MD 21152	CORPORATED	X						
Signatures								
Sonia Cudd, Attorney-in-fact	01/26/2006							

**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) Shares acquired pursuant to the McCormick Dividend Reinvestment in the McCormick Deferred Compensation Plan.
- (2) Shares acquired pursuant to the McCormick Dividend Reinvestment Plan.

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.