MCCORMICK & CO INC

Form 4

August 03, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

January 31, Expires: 2005

burden hours per response... 0.5

Estimated average

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

1(b).

Common

07/21/2006

07/21/2006

Stock -

Voting

Common Stock -

Non-Voting

(Print or Type Responses)

may continue.

See Instruction

	ddress of Reporting F KI FREEMAN A	III Symbol	Name and Ticker or Trading RMICK & CO INC [MKC]	5. Relationship of Reporting Person(s) to Issuer							
(Last)	(First) (M	iddle) 3. Date of	Earliest Transaction	(Check all applicable)							
(====)	()	(Month/D		X Director 10% Owner							
MCCORMICK & COMPANY, INCORPORATED, 18 LOVETON CIRCLE		7, 07/21/20		Officer (give title Other (specify below)							
	(Street)	4. If Ame	ndment, Date Original	6. Individual or Joint/Group Filing(Check							
		Filed(Mon	th/Day/Year)	Applicable Line)							
SPARKS, M	ID 21152			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquired	5. Amount of 6. 7. Nature of							
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D	•							
(Instr. 3)		any	Code (Instr. 3, 4 and 5)	Beneficially Form: Ownership							
		(Month/Day/Year)	(Instr. 8)	Owned Direct (D) (Instr. 4) Following or Indirect							
			(4)	Reported (I)							
			(A) or	Transaction(s) (Instr. 4) (Instr. 3 and 4)							
~			Code V Amount (D) Pric	e (monte and the							
Common Stock - Voting	07/21/2006		$J_{(1)}^{(1)}$ V 8.562 A $^{\$}_{34.8}$	6 4,942.74 D							

J(2) V 20.16 A

V 0.003

4,037.29

2,419.684

Ι

D

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

Deferred

Plan

Compensation

Edgar Filing: MCCORMICK & CO INC - Form 4

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manust		
									Amount		
						Date	Expiration		or N		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HRABOWSKI FREEMAN A III MCCORMICK & COMPANY, INCORPORATED 18 LOVETON CIRCLE SPARKS, MD 21152



Signatures

Sonia Cudd, Attorney-in-fact 08/03/2006

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

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.

Reporting Owners 2