#### MCCORMICK & CO INC

Form 4

August 15, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

2. Issuer Name and Ticker or Trading

MCCORMICK & CO INC [MKC]

3 Date of Earliest Transaction

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

Symbol

1(b).

(Last)

(Print or Type Responses)

Langmead Charles T

1. Name and Address of Reporting Person \*

(First)

(Middle)

	(Last)	(FIISt)	(Middle) 3.	. Date of	f Earlies	st I	ransaction	l					
			(N	Month/D	ay/Yea	ny/Year)				Director	10% Owner		
	MCCORMICK & COMPANY,			07/21/2008						_X_ Officer (g	Other (specify		
		RATED, 18 LOV		0772172000						below) below)			
CIRCLE										President US Industrial Group			
(Street)				4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
			Fi	Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person			
	SPARKS,								Form filed by More than One Reporting Person				
	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ow							icially Owned					
	1.Title of	2. Transaction Date	2A. Deemed		3.		4. Securit	ies Ac	quired	5. Amount of	6.	7. Nature of	
	Security	(Month/Day/Year)	Execution Dat							Securities	Ownership	Indirect Beneficial	
	(Instr. 3) any				Code		(Instr. 3, 4	and	5)	Beneficially I	Form:	Ownership	
		(Month/Day/Year) (Instr. 8)						Owned	Direct (D)	(Instr. 4)			
										Following	or Indirect		
								(A)		Reported	(I)		
								or		Transaction(s)	(Instr. 4)		
					Code '	V	Amount	(D)	Price	(Instr. 3 and 4)			
	Common												
	Stock -									23,276.07	D		
	Voting									23,270.07			
	Voting												
	Common											401(k)	
	Stock -									13,545.925	I	Retirement	
	Voting									,,		Plan	
	Voting												
	Common								<b>¢</b>			Deferred	
	Stock -	07/21/2008			$J_{\underline{(1)}}$	V	3.1583	A	\$ 38.73	1,320.738	I	Compensation	
	Voting								38.73			Plan	
										0.101.06	Ъ		
	Common									8,191.06	D		

Stock -Non Voting

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

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SEC 1474

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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	2.	3. Transaction Date 3A. Deemed		4.	5.	6. Date Exercisable and		7. Title and		8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration Date		Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of	e	(Month/Day/Year)	(Instr. 8	) Derivative	e		Securities		(Instr. 5)
	Derivative				Securities			(Instr. 3 and 4)		
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
						Date Expiration Exercisable Date	Expiration Date		Amount	
								Title	or	
									Number	
									of	
				Code '	V (A) (D)				Shares	

#### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

President US Industrial Group

### **Signatures**

Robert W. Skelton, Attorney-in-fact 08/15/2008

\*\*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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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