#### 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

### 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

**OMB APPROVAL** 

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

Name and Address of Reporting Person*  Fitzpatrick J. Michael					ame and T		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle)  McCormick & Company, Incorporated  18 Loveton Circle				ortii	entificatio ng Person, (voluntary			4. Statement for Month/Day/Year March 26, 2003	M Director  10% Owner  Officer (give title below)  Other (specify below)				
Sparks, MD 21152					j	5. If Amendment, Date of Original Month/Day/Year)	(Check App  X Form file  Person	dual or Joint/Group Filing Applicable Line) filed by One Reporting filed by More than One g Person					
(City) (State) (Zip)				Гab	le I Non	-Deri	vative S	Securities Acquired, Dis	ties Acquired, Disposed of, or Beneficially Owned				
	action Date	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Tranaction Code (Instr.) Code		4. Securiti (A) or Dis (Instr. 3, 4	posed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock - Voting	3/26/03		<b>A</b> (1)		617	A	\$24.3	1,023	D				
Common Stock - Voting	3/26/03		<b>A</b> (1)		61.63	A	\$24.3	2,079.66	I	Deferred Compensation Plan			

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)

ſ	1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
þ	Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
ŀ	Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
		Price of	Date	Date,	Code	Derivati	(MeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
ŀ	(Instr. 3)	Derivative		if any		Securition	<b>¥</b> ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)

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

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Ī	Security	(Month/	(Month/	(Instr.		Acq	uire	lı				Following	ative	
	·		Day/	8)		(A)						_	Security:	
		Year)	Year)		þ	Disp	ose	d				Transaction(s)	Direct	
					k	of (I	<b>)</b> )					(Instr. 4)	(D)	
													or	
					(	(Inst	r.						Indirect	
					ļ	3, 4	&						(I)	
					ŀ	5)						(Instr. 4)		
				Code	V	(A)	(D)	Date	Expira-	Title	Amount			
								Exer-cisable	tion		or			
									Date		Number			
											of			
											Shares			

Explanation of Responses:

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

By: /s/ J. Michael Fitzpatrick March 28, 2003
W. Geoffrey Carpenter, Attorney-in-fact Date

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>Signature of Reporting Person

<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).