MCCORMICK & CO INC

Form 4 February 27, 2003

FORM 4

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

OMB APPROVAL

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

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)		M	Statement for Ionth/Day/Year ebruary 26, 2003	X Director			
(S Sparks, MD 21152					D	If Amendment, ate of Original Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (p)	Ta	able	I Non-	Deriv	osed of, or Beneficially Owned				
1. Title of Security (Instr. 3)	ity 2. Trans- action Execut Date Date, (Month/ Day/ Year) (Month/ Year)		3. Tranaction Code (Instr. Code	8)	4. Securities Acquire (A) or Disposed of (Instr. 3, 4 & 5) Amount (A) Price or				6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock - Voting	1/27/03		J (2)	V	10.366	(D) A	\$22.30	,	D	
Common Stock - Voting	1/22/03		A	V	9.93 <u>(1)</u>	A	\$22.79	9	I	Deferred Compensation Plan
Common Stock - Voting	2/26/03		A		59.71	A	\$22.63	2,214.37(1)	I	Deferred Compensation Plan
Common Stock - Non- Voting	1/27/03		J (2)	V	1.97	A	\$22.30	2,416.87	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)

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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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-	Num	ıber	erand Expiration			unt of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of		Date			rlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Deri	vati	(Mealonth/Day/		Secui	rities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Secu	ıriti	X ear)		(Instr	. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acq	uire	d					Following	ative	
		Day/	Day/	8)	(A) (or						Reported	Security:	
		Year)	Year)		Disp	ose	d					Transaction(s)	Direct	
					of (I))						(Instr. 4)	(D)	
												` ′	or	
					(Instr.								Indirect	
					3, 4 &						I		(I)	
					5)		ļ						(Instr. 4)	
				Code V	(A)	(D)	Date	Exnira-	Title	Amount	1			
				Couci	(11)			tion		or				
								Date		Number				
								Duit		of				
										Shares				

Explanation of Responses:

- (1) Shares acquired through dividend reinvestment in the McCormick Deferred Compensation Plan at various dates and various prices.
- (2) Shares acquired pursuant to the McCormick Divident Reinvestment Plan.

By: /s/ Freeman A. Hrabowski, III February 27, 2003
W. Geoffrey Carpenter, Attorney-in-fact
**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).