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MCCORM	ICK & CO INC											
Form 4												
March 02,	2006											
FOR	M 4		~~~~~							1B APPRO	OVAL	
Washington, D.C. 20549							N OMB Numbe	er: 32	235-0287			
Check this box if no longer								Expire	s: Jai	nuary 31,		
subject Section Form 4		ENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							imated average den hours per ponse 0.5			
Form 5 obligat may co <i>See</i> Ins 1(b).	ions Section 17	(a) of the I	Public I		olding Co	mpa	ny Act c	ge Act of 1934 of 1935 or Sect 40				
(Print or Type	e Responses)											
1. Name and Address of Reporting Person <u>*</u> PRESTON MARGARET M V			2. Issuer Name and Ticker or Trading Symbol MCCORMICK & CO INC [MKC]					5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction					(Check all applicable)				
(Last) (First) (Middle) MCCORMICK & COMPANY, INCORPORATED, 18 LOVETON CIRCLE			(Month/Day/Year) 02/28/2006					X_ Director 10% Owner Officer (give title Other (specify below) below)				
	(Street)			nendment, I	Date Origii	nal		6. Individual or Joint/Group Filing(Check				
SPARKS,	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
SI AKKS,	WID 21132							Person				
(City)	(State)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									vned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (D) (Instr. 4) irrect		
Common Stock - Voting								1,044	D			
Common Stock - Voting	02/28/2006			A	82.242	A	\$ 32.83	2,407.697	Ι	Deferre Compe Plan	ed insation	

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

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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)	e Conversion (Month/Day/Year) E or Exercise a		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Reporting Owners											
	Reporting Owner Name / Address			Relationships							
			D	irector 1	0% Owner	Officer (Other				
MCCORN 18 LOVE	N MARGA MICK & CO TON CIRC , MD 21152	OMPANY, INCO LE	RPORATED	Х							

Signatures

Sonia Cudd, Attorney-in-fact 03/02/2006

**Signature of Reporting Person

Explanation of Responses:

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

Date

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

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.