



McCORMICK & COMPANY, INC. 18 LOVETON CIRCLE, SPARKS, MD 21152-6000 USA / TEL (410) 771-7301 FAX (410) 771-7462

W. GEOFFREY CARPENTER  
ASSOCIATE GENERAL COUNSEL  
& ASSISTANT SECRETARY  
(410) 771-7323

October 9, 2002

1802  
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OFFICE OF THE SECRETARY  
OCT - 9 2002

**HAND DELIVER**

Jonathan G. Katz, Secretary  
Securities and Exchange Commission  
450 Fifth Street S.W.  
Washington, D.C. 20549

**Re: McCormick & Co., Inc. – Statement Under Oath of Principal Executive Officer and Principal Financial Officer**

Dear Secretary Katz:

Enclosed on behalf of the Principal Executive Officer and Principal Financial Officer of McCormick & Co., Inc. (the “Company”) pursuant to Order No. 4-460 of the Securities and Exchange Commission (June 27, 2002), please find the following documents:

1. Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings, executed by Robert J. Lawless, the Company’s Chairman, President and Chief Executive Officer; and
2. Statements Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings, executed by Francis A. Contino, the Company’s Executive Vice President, Chief Financial Officer and Supply Chain.

Copies of these statements are filed as Exhibits to a current Report on Form 8-K filed on October 9, 2002.

Please acknowledge receipt of this filing by noting the enclosed copy of this letter and returning it in the self-addressed, stamped envelope provided.

Very truly yours,

W. Geoffrey Carpenter

Enclosures

1802

Statement Under Oath of Principal Executive Officer and Principal Financial Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Francis A. Contino, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of McCormick & Company, Incorporated, and, except as corrected or supplemented in a subsequent covered report:

- o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- o Form 10-K of McCormick & Company, Incorporated filed with the Commission on February 19, 2002;
- o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of McCormick & Company, Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- o any amendments to any of the foregoing.

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*Francis Contino*

Francis A. Contino  
Executive Vice President, Chief Financial  
Officer & Supply Chain  
October 9, 2002

Subscribed and sworn to before me this 9th day of October 2002.

*Becky Crockett*  
Notary Public, State of Maryland  
Qualified in Harford County  
Commission Expires: March 12, 2005

