

CHURCH & DWIGHT CO INC /DE/  
Form 4  
February 23, 2015

**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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FLEMING BRUCE F

2. Issuer Name and Ticker or Trading Symbol  
CHURCH & DWIGHT CO INC /DE/ [CHD]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive V.P., CMO

(Last) (First) (Middle)  
PRINCETON SOUTH  
CORPORATE PARK, 500  
CHARLES EWING BOULEVARD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/19/2015

EWING, NJ 08628

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/20/2015		M	8,160	A \$ 40.44	20,762.0279	D
Common Stock	02/20/2015		S	8,160	D \$ 84.1761 (1) (2)	12,602.0279	D
Common Stock	02/19/2015		M	27,400	A \$ 33.33	40,002.0279	D
Common Stock	02/19/2015		S	27,400	D \$ 84.275 (2) (3)	12,602.0279	D

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Common Stock	02/19/2015	M	15,040	A	\$ 40.44	27,642.0279	D
Common Stock	02/19/2015	S	15,040	D	\$ 84.275 <u>(2)</u> <u>(3)</u>	12,602.0279	D

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

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SEC 1474  
(9-02)

**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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 40.44	02/20/2015		M	8,160	06/20/2014 06/20/2021	Common Stock 8,160
Stock Option	\$ 33.33	02/19/2015		M	27,400	06/21/2013 06/21/2020	Common Stock 27,400
Stock Option	\$ 40.44	02/19/2015		M	15,040	06/20/2014 06/20/2021	Common Stock 15,040

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

FLEMING BRUCE F  
PRINCETON SOUTH CORPORATE PARK  
500 CHARLES EWING BOULEVARD  
EWING, NJ 08628

Executive V.P., CMO

## Signatures

/s/ La Fleur Browne, attorney-in-fact for Bruce F. Fleming

02/23/2015

\_\_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) The price in Column 4 is a weighted average price. The prices actually paid in this transaction range from \$84.06 to \$84.33.

(2) The reporting person has provided to the issuer, and the issuer will provide to any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range reported above.

(3) The price in Column 4 is a weighted average price. The prices actually paid in this transaction range from \$84.25 to \$84.52.

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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