

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)

(Last) (First) (Middle)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive V.P., CMO

**PRINCETON SOUTH CORPORATE PARK, 500 CHARLES EWING BOULEVARD**  
 (Street)

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

**EWING, NJ 08628**

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or 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  | 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  | 12,602.0279  | D  |

|              |            |   |        |   |                                    |             |   |
|--------------|------------|---|--------|---|------------------------------------|-------------|---|
| 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<br><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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(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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