

WHITNEY JOHN O  
Form 4  
June 07, 2006

**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 \*  
WHITNEY JOHN O

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)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

469 NORTH HARRISON STREET

06/05/2006

(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

PRINCETON, NJ 08543

(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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	06/05/2006		M	A	700	\$ 8,2917	5,920 D
Common Stock	06/05/2006		M	A	200	\$ 8,2917	6,120 D
Common Stock	06/05/2006		M	A	400	\$ 8,2917	6,520 D
Common Stock	06/05/2006		S	D	200	\$ 35.55	6,320 D
Common Stock	06/05/2006		S	D	700	\$ 35.56	5,620 D

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Common Stock	06/05/2006	S	400	D	\$ 35.57	5,220	D	
Common Stock						4,116	I	Marcia L. Whitney Credit Shelter Trust

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

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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
Phantom Stock	\$ 0					(1)	08/08/1988	Common Stock	5,879.5767
Stock Option	\$ 10					05/07/2001	05/07/2008	Common Stock	6,000
Stock Option	\$ 12.6667					05/11/2000	05/11/2010	Common Stock	3,000
Stock Option	\$ 13.8125					05/06/2002	05/06/2009	Common Stock	6,000
Stock Option	\$ 16.5567					05/10/2004	05/10/2011	Common Stock	7,500
Stock Option	\$ 20.8834					05/08/2006	05/08/2013	Common Stock	7,500
Stock Option	\$ 22.9					05/09/2005	05/09/2012	Common Stock	7,500
Stock Option	\$ 31.0934					05/06/2007	05/06/2014	Common Stock	7,500
	\$ 34.29					05/05/2008	05/05/2015		5,000

Stock Option								Common Stock	
Stock Option	\$ 36.355					05/04/2009	05/04/2016	Common Stock	5,000
Stock Option	\$ 8.2917	06/05/2006	M	700	05/08/2000	05/08/2007		Common Stock	700
Stock Option	\$ 8.2917	06/05/2006	M	400	05/08/2000	05/08/2007		Common Stock	400
Stock Option	\$ 8.2917	06/05/2006	M	200	05/08/2000	05/08/2007		Common Stock	200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITNEY JOHN O 469 NORTH HARRISON STREET PRINCETON, NJ 08543			X	

## Signatures

Andrew C.  
Forsell

06/07/2006

\*\*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 phantom stock shares were acquired under the Church & Dwight Co., Inc. Deferred Compensation Plan and are to be settled in cash at such time as prescribed by the Plan.

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