#### CHURCH & DWIGHT CO INC /DE/

Form 4 July 17, 2008

### FORM 4

#### **OMB APPROVAL** OMB

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

3235-0287 Number: January 31, Expires: 2005

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

obligations may continue.

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

See Instruction 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

FLEMING BRUCE F

Symbol

(Check all applicable)

CHURCH & DWIGHT CO INC /DE/[CHD]

3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title Other (specify

Executive V.P., CMO

(Month/Day/Year)

07/15/2008

below)

469 NORTH HARRISON STREET (Street)

(First)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

5. Amount of

below)

PRINCETON, NJ 08543

(City) (State) (Zip)

(Middle)

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

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year) 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported

Ownership (Instr. 4)

7. Nature of

Indirect Beneficial

(A) Code V Amount (D) Price Transaction(s) (Instr. 4)

(Instr. 3 and 4)

411.373

Common Stock

1,339.6436 D

Common Stock

Prft

Ι

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

SEC 1474 (9-02)

Shring/Saving

Plan Trust

number.

#### Edgar Filing: CHURCH & DWIGHT CO INC /DE/ - Form 4

# 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 on Derivative Securities Acquired (A. Disposed of (Instr. 3, 4, 5)	A) or f (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An Nu Sha
Phantom Stock	\$ 0 (1)	07/15/2008		A	13.0404		08/08/1988(2)	08/08/1988(2)	Common Stock	13
Stock Option	\$ 33.3						01/16/2009	01/16/2016	Common Stock	1
Stock Option	\$ 35.02						06/19/2009	06/19/2016	Common Stock	18
Stock Option	\$ 48.8						06/18/2010	06/18/2017	Common Stock	1:
Stock Option	\$ 55.66						06/16/2011	06/16/2018	Common Stock	1:

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

FLEMING BRUCE F 469 NORTH HARRISON STREET PRINCETON, NJ 08543

Executive V.P., CMO

### **Signatures**

Reporting Person

Andrew C.
Forsell

\*\*Signature of 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 convert to common stock on a 1-for-1 basis.
- (2) 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.

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.

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