MINTON DWIGHT C

Form 4

December 20, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

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if no longer

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address MINTON DWIG	of Reporting Person * HT C	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
		CHURCH & DWIGHT CO INC /DE/ [CHD]	(Check all applicable)		
	First) (Middle) RRISON STREET	3. Date of Earliest Transaction (Month/Day/Year) 12/16/2005	X Director 10% Owner Officer (give title below) Other (specify below)		
(S	treet)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)_X_ Form filed by One Reporting Person		
PRINCETON, NJ	08543		Form filed by More than One Reporting		

(City)	(State)	(Zip) Ta	ble I - N	Non-	Derivative :	Securi	ities Acquire	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securities Acquired (A) or stionDisposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	or (D)	Price	(Instr. 3 and 4)	(22.22. 1)	
Common Stock	12/15/2005		W	V	2,585	A	\$ 0	114,323.855	D	
Common Stock	12/16/2005		G	V	690	D	\$ 0	113,633.855	D	
Common Stock	12/19/2005		G	V	1,400	D	\$ 0	112,233.855	D	
Common Stock	12/19/2005		S		300	D	\$ 32.78	111,933.855	D	
Common Stock	12/19/2005		S		1,200	D	\$ 32.79	110,733.855	D	

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Common Stock	12/19/2005	S	400	D	\$ 32.8	110,333.855	D	
Common Stock	12/19/2005	S	300	D	\$ 32.82	110,033.855	D	
Common Stock	12/19/2005	S	1,000	D	\$ 32.84	109,033.855	D	
Common Stock	12/19/2005	S	5,564	D	\$ 32.86	103,469.855	D	
Common Stock	12/19/2005	S	100	D	\$ 32.87	103,369.855	D	
Common Stock	12/20/2005	S	300	D	\$ 32.83	103,069.855	D	
Common Stock	12/20/2005	S	2,100	D	\$ 32.85	100,969.855	D	
Common Stock	12/09/2005	w v	33,610	A	\$ 0	33,610	I	By Trust- DCM
Common Stock	12/20/2005	S	4,000	D	\$ 33.0019 (1)	29,610	I	By Trust- DCM
Common Stock	12/09/2005	w v	100,830	A	\$ 0	100,830	I	By Trust- Siblings
Common Stock	12/16/2005	S	9,700	D	\$ 33	91,130	I	By Trust- Siblings
Common Stock	12/16/2005	S	2,000	D	\$ 33.002	89,130	I	By Trust- Siblings
Common Stock	12/16/2005	S	500	D	\$ 33.004	88,630	I	By Trust- Siblings
Common Stock	12/16/2005	S	1,500	D	\$ 33.01	87,130	I	By Trust- Siblings
Common Stock	12/16/2005	S	300	D	\$ 33.03	86,830	I	By Trust- Siblings
Common Stock	12/20/2005	S	8,000	D	\$ 33.0019	78,830	I	By Trust- Siblings
Common Stock						65,000	I	By Wife

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

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SEC 1474 (9-02)

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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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	te	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	\$ 0					(2)	08/08/1988	Common Stock	5,317.7851
Stock Option	\$ 20.8834					05/08/2006	05/08/2013	Common Stock	7,500
Stock Option	\$ 31.0934					05/06/2007	05/06/2014	Common Stock	7,500
Stock Option	\$ 34.29					05/05/2008	05/05/2015	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MINTON DWIGHT C								
469 NORTH HARRISON STREET	X							

Signatures

PRINCETON, NJ 08543

Andrew C.
Forsell

**Signature of Date

**Signature of Reporting Person

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).
- 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.
- 33.0019 reflects the average sale price of shares sold from the DCM and Siblings trusts, which relates to seven separate transactions conducted on December 20, 2005. The detail for such transactions is as follows, with the number of shares sold preceding the sale price: 1300 at 32.96; 300 at 32.97; 2500 at 32.99; 4600 at 33.00; 1000 at 33.02; 1300 at 33.03; 1000 at 33.05.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 3

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