

ALBRIGHT THELMA R
Form 4
November 19, 2012

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 *
ALBRIGHT THELMA R

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)
469 NORTH HARRISON STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2012

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

PRINCETON, NJ 08543
(City) (State) (Zip)

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

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/16/2012		M			18,000	A	\$ 13.64	18,000	D	
Common Stock	11/16/2012		M			10,000	A	\$ 17.145	28,000	D	
Common Stock	11/16/2012		M			10,000	A	\$ 18.1775	38,000	D	
Common Stock	11/16/2012		M			10,000	A	\$ 25.775	48,000	D	
Common Stock	11/16/2012		M			10,000	A	\$ 28.31	58,000	D	

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Common Stock	11/16/2012		M	8,000	A	\$ 54.41	66,000	D
Common Stock	11/16/2012		S	66,000	D	\$ 51.7237	0	D

(1) (2)

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	\$ 13.64	11/16/2012		M	18,000	11/03/2007	11/03/2014	Common Stock	18,000
Stock Option	\$ 17.145	11/16/2012		M	10,000	05/05/2008	05/05/2015	Common Stock	10,000
Stock Option	\$ 18.1775	11/16/2012		M	10,000	05/04/2009	05/04/2016	Common Stock	10,000
Stock Option	\$ 25.775	11/16/2012		M	10,000	05/03/2010	05/03/2017	Common Stock	10,000
Stock Option	\$ 28.31	11/16/2012		M	10,000	05/01/2011	05/01/2018	Common Stock	10,000
Stock Option	\$ 27.205	11/16/2012		M	8,000	04/30/2012	04/30/2019	Common Stock	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALBRIGHT THELMA R 469 NORTH HARRISON STREET		X		

PRINCETON, NJ 08543

Signatures

/s/ Karen M. Sheehan, attorney-in-fact for Thelma R.
Albright

11/19/2012

__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 received from this transaction range from \$51.50 to \$52.01.
- (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.

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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