

CHURCH & DWIGHT CO INC /DE/
 Form 4
 August 04, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
 CUGINE STEVEN P

 (Last) (First) (Middle)

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)

 Director 10% Owner
 Officer (give title Other (specify
 below) below)
 Executive VP Global New Pdcts

469 NORTH HARRISON STREET

 (Street)

 PRINCETON, NJ 08543

 (City) (State) (Zip)

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/31/2008

 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) (A) or (D) Code V Amount Price	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)
Common Stock					3,841	D	
Common Stock					5,577.618	I	Prof. Sharing/Svngs Plan Trust

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

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 information contained in this form are not
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SEC 1474
 (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 (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 Security (Instr. 3 and 4)	Amount or Number of Shares
Phantom Stock	\$ 0 ⁽¹⁾	07/31/2008		A	3.645	08/08/1988 ⁽²⁾ 08/08/1988 ⁽²⁾	Common Stock	3.64
Stock Option	\$ 11.4167					02/24/2000 02/24/2010	Common Stock	12,3
Stock Option	\$ 16.2034					04/30/2004 04/30/2011	Common Stock	31,0
Stock Option	\$ 21.8567					06/16/2006 06/16/2013	Common Stock	21,4
Stock Option	\$ 22.3734					06/17/2005 06/17/2012	Common Stock	16,8
Stock Option	\$ 29.5					06/14/2007 06/14/2014	Common Stock	15,3
Stock Option	\$ 35.02					06/19/2009 06/19/2016	Common Stock	18,0
Stock Option	\$ 35.29					06/20/2008 06/20/2015	Common Stock	14,8
Stock Option	\$ 48.8					06/18/2010 06/18/2017	Common Stock	13,7
Stock Option	\$ 55.66					06/16/2011 06/16/2018	Common Stock	15,3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CUGINE STEVEN P 469 NORTH HARRISON STREET PRINCETON, NJ 08543			Executive VP Global New Pdcts	

Signatures

Andrew C.
Forsell

08/04/2008

 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 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.