

FARRELL MATTHEW
Form 4
June 28, 2018

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 *
FARRELL MATTHEW

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)
06/26/2018

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

PRINCETON SOUTH CORPORATE PARK, 500 CHARLES EWING BOULEVARD

(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

EWING, NJ 08628

(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	06/26/2018		M	A	8,513 ⁽¹⁾ \$ 41.915	35,075	I By Spouse
Common Stock	06/26/2018		S	D	8,513 ⁽²⁾ \$ 51.6801	26,562	I By Spouse
Common Stock	06/28/2018		M	A	8,514 ⁽¹⁾ \$ 41.915	35,076	I By Spouse
Common Stock	06/28/2018		S	D	8,514 ⁽²⁾ \$ 52.7697	26,562	I By Spouse

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(4)

Common Stock	104,070.066	D	
Common Stock	9,160	I	By Spouse in 401(k)
Common Stock	442.157	I	Savings and Profit Sharing Plan

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

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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 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)	8. Amount or Number of Shares
Stock Option	\$ 41.915	06/26/2018		M	8,513 <u>(1)</u>	06/22/2018 06/30/2018	Common Stock	8,513
Stock Option	\$ 41.915	06/28/2018		M	8,514 <u>(1)</u>	06/22/2018 06/30/2018	Common Stock	8,514

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FARRELL MATTHEW PRINCETON SOUTH CORPORATE PARK 500 CHARLES EWING BOULEVARD EWING, NJ 08628	X		President and CEO	

Signatures

/s/ La Fleur Browne, attorney-in-fact for Matthew T.
Farrell

06/28/2018

__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 options exercised by the reporting persons' spouse as reported on this Form 4 were scheduled to expire on June 30, 2018.
Represents sales by the reporting persons' spouse. The reporting person disclaims beneficial ownership of all of the securities held by his spouse, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
 - (3) The price in Column 4 is a weighted average price. The prices actually paid in this transaction range from \$51.14 to \$51.91. Detailed information regarding the number of shares sold at each separate price will be provided by upon request by the Commission staff, the Issuer or a security holder of the Issuer.
 - (4) The price in Column 4 is a weighted average price. The prices actually paid in this transaction range from \$52.21 to \$52.95. Detailed information regarding the number of shares sold at each separate price will be provided by upon request by the Commission staff, the Issuer or a security holder of the Issuer.

Remarks:

The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 plan previously adopted by the reporting persons' spouse.

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.