

CLOROX CO /DE/
Form 8-K
November 16, 2012

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 14, 2012

THE CLOROX COMPANY
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-07151
(Commission File Number)

31-0595760
(I.R.S. Employer
Identification No.)

1221 Broadway, Oakland, California 94612-1888
(Address of principal executive offices) (Zip code)

(510) 271-7000
(Registrant's telephone number, including area code)

Not applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 Under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

On November 14, 2012, The Clorox Company (the Company) held its annual meeting of stockholders in Pleasanton, California. The matters voted on and the results of the vote were as follows:

- The Company's stockholders re-elected the following directors to each serve until the next Annual Meeting of Stockholders or until a successor is duly elected and qualified.

| | Number of Votes | | | |
|------------------------|-----------------|-----------|---------|------------------|
| | For | Against | Abstain | Broker Non-Votes |
| Daniel Boggan, Jr. | 85,253,336 | 750,213 | 413,292 | 26,213,025 |
| Dr. Richard H. Carmona | 83,859,628 | 2,156,176 | 401,036 | 26,213,025 |
| Tully M. Friedman | 83,897,752 | 2,127,498 | 391,591 | 26,213,025 |
| George J. Harad | 84,261,758 | 1,759,865 | 394,813 | 26,213,025 |
| Donald R. Knauss | 83,737,863 | 2,274,999 | 403,574 | 26,213,025 |
| Robert W. Matschullat | 83,933,382 | 2,092,313 | 390,741 | 26,213,025 |
| Edward A. Mueller | 85,340,080 | 689,067 | 387,694 | 26,213,025 |
| Pamela Thomas-Graham | 85,698,865 | 335,403 | 382,573 | 26,213,025 |
| Carolyn M. Ticknor | 85,468,882 | 566,460 | 381,499 | 26,213,025 |

- The Company's stockholders voted for (on an advisory basis) the compensation of the Company's named executive officers.

| Number of Votes | | | |
|-----------------|-----------|-----------|------------------|
| For | Against | Abstain | Broker Non-Votes |
| 81,770,799 | 3,478,574 | 1,167,468 | 26,213,025 |

- The Company's stockholders ratified the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2013.

| Number of Votes | | | |
|-----------------|---------|---------|------------------|
| For | Against | Abstain | Broker Non-Votes |
| 111,377,719 | 738,358 | 513,789 | 0 |

- The Company's stockholders voted for the approval of the amended and restated 2005 stock incentive plan.

| Number of Votes | | | |
|-----------------|------------|---------|------------------|
| For | Against | Abstain | Broker Non-Votes |
| 72,070,278 | 13,729,869 | 616,694 | 26,213,025 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE CLOROX COMPANY

Date: November 16, 2012

By:

/s/ Laura Stein
Senior Vice President
General Counsel
