Edgar Filing: FLEMING BRUCE F - Form 4

FLEMING Form 4	BRUCE F										
March 17, 2	2009										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE								OMB APPROVAL			
	STATES		RITIES A Ashington			E COMMISSIO	N OMB Number:	3235-0287			
Check ti if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst	nger to 16. or Filed pur ons stinue.	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							January 31, 2005 average urs per . 0.5		
1(b).	luction				•	•					
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> FLEMING BRUCE F			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) 469 NORT	3. Date of Earliest Transaction (Month/Day/Year) 03/13/2009			Director 10% Owner X Officer (give title Other (specify below) below) Executive V.P., CMO							
	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							
PRINCET	ON, NJ 08543						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tał	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	illy Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	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)		
Damindam Da	port on a constation	for each al	one of eco				or indirectly				
Kenninger: Ke	port on a separate line		ass 01 sec	untres dene	Perso inforr requi	ons who res nation con red to resp	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and Expiration	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

Edgar Filing: FLEMING BRUCE F - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Y	Year) (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	(A) (D	0) Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Phantom Stock	<u>(1)</u>	03/13/2009	А	13.99	08/08/1988 <u>(2)</u>	08/08/1988(2)	Common Stock	13.9

Reporting Owners

Reporting Owner Name / Address	Relationships						
I g i i i i i i i i i i i	Director	10% Owner	Officer	Other			
FLEMING BRUCE F 469 NORTH HARRISON STREET PRINCETON, NJ 08543			Executive V.P., CMO				
Signatures							
/s/ Andrew C. Forsell, attorney-in-fact for Bruce F. Fleming			03/17/2009				
<u>**</u> 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.
- (3) Holdings have been adjusted to reflect dividends paid to reporting person under the Church & Dwight Co., Inc. Deferred Compensation 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.