

WHITNEY JOHN O  
 Form 5  
 February 14, 2008

**FORM 5**

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 WHITNEY JOHN O

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2007

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

469 NORTH HARRISON STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

PRINCETON, NJ 08543

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|-----------------------------------|
| Common Stock                    | 11/29/2007                           | ^  | G                              | 91  | D          | \$ 0  | 6,914  | D  | ^                                 |
| Common Stock                    | 11/30/2007                           | ^  | G                              | 1,090   | D          | \$ 0  | 5,824  | D  | ^                                 |
| Common Stock                    | 12/04/2007                           | ^  | G                              | 272   | D          | \$ 0  | 5,775  | D  | ^                                 |
| Common Stock                    | ^                                    | ^  | ^                              | ^   | ^          | ^     | 4,116  | I  | Marcia L. Whitney Credit          |

Shelter  
Trust

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.**SEC 2270  
(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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                | (A)   | (D) | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
| Phantom Stock                              | \$ 0   | Â                                    | Â  | Â                              | Â   | Â   | Â <sup>(1)</sup>   | 08/08/1988      | Common Stock  | 6,054.743                  |
| Stock Option                               | \$ 10  | Â                                    | Â  | Â                              | Â   | Â   | 05/07/2001   | 05/07/2008      | Common Stock  | 6,000                      |
| Stock Option                               | \$ 12.6667   | Â                                    | Â  | Â                              | Â   | Â   | 05/11/2000   | 05/11/2010      | Common Stock  | 3,000                      |
| Stock Option                               | \$ 13.8125   | Â                                    | Â  | Â                              | Â   | Â   | 05/06/2002   | 05/06/2009      | Common Stock  | 6,000                      |
| Stock Option                               | \$ 16.5567   | Â                                    | Â  | Â                              | Â   | Â   | 05/10/2004   | 05/10/2011      | Common Stock  | 7,500                      |
| Stock Option                               | \$ 20.8834   | Â                                    | Â  | Â                              | Â   | Â   | 05/08/2006   | 05/08/2013      | Common Stock  | 7,500                      |
| Stock Option                               | \$ 22.9  | Â                                    | Â  | Â                              | Â   | Â   | 05/09/2005   | 05/09/2012      | Common Stock  | 7,500                      |
| Stock Option                               | \$ 31.0934   | Â                                    | Â  | Â                              | Â   | Â   | 05/06/2007   | 05/06/2014      | Common Stock  | 7,500                      |
| Stock Option                               | \$ 34.29   | Â                                    | Â  | Â                              | Â   | Â   | 05/05/2008   | 05/05/2015      | Common Stock  | 5,000                      |
| Stock Option                               | \$ 36.355  | Â                                    | Â  | Â                              | Â   | Â   | 05/04/2009   | 05/04/2016      | Common Stock  | 5,000                      |
| Stock Option                               | \$ 51.55   | Â                                    | Â  | Â                              | Â   | Â   | 05/03/2010   | 05/03/2017      | Common Stock  | 5,000                      |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| WHITNEY JOHN O<br>469 NORTH HARRISON STREET<br>PRINCETON, NJ 08543 | X             |           |         |       |

## Signatures

Andrew C.  
Forsell

02/14/2008

\_\_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 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.

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