Huns Adrian Form 5 February 14, 2013

Stock

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Huns Adrian Symbol CHURCH & DWIGHT CO INC (Check all applicable) /DE/[CHD] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner Other (specify X _ Officer (give title (Month/Day/Year) below) below) 12/31/2012 Exec VP, Pres. Int'l Consumer PRINCETON SOUTH CORPORATE PARK, Â 500 **CHARLES EWING BOULEVARD** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) EWING, NJÂ 08628 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Transaction Security (Month/Day/Year) Execution Date, if Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or (Instr. 3 and 4) (D) Price Amount Common 3,317.2271 Â Â Â Â Â Â Â D Stock (1) **Profit** Common Sharing Â Â Â Â Â Â $706.873^{(2)}$ I

Savings Plan

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and Expiration	7. Title an
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Date	Underlyin
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Instr. 3 a
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of		
	Derivative				(D)		
	Security				(Instr. 3, 4, and 5)		
						Date Exercisable Expiration Date	Title
					(A) (D)	Date Exclusione Expiration Date	11110
					(-)		
Phantom	Â	05/14/2012	Â	I4 (4)	4,461.0214	08/08/1988(5) 08/08/1988(5)	Commo
Stock	A	03/14/2012	A	14 ('')	A 4,401.0214	08/08/1988(9)	Stock

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Huns Adrian PRINCETON SOUTH CORPORATE PARK 500 CHARLES EWING BOULEVARD	Â	Â	Exec VP, Pres. Int'l Consumer	Â	
EWING Â NJÂ 08628					

Signatures

/s/ Karen M. Sheehan, attorney-in-fact for Adrian
Huns

02/14/2013

**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) Holdings have been adjusted to reflect dividends paid to the reporting person under the Church & Dwight Co., Inc. Dividend Reinvestment Plan.
- (2) Holdings have been adjusted to reflect shares added to the reporting person's Savings and Profit Sharing account.
- (3) The phantom stock shares convert to common stock on a 1-for-1 basis.
- (4) Intraplan transfer by the reporting person of phantom shares held in the Church & Dwight Co., Inc. Deferred Compensation Plan
- (5) 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.
- (6) Holdings have been adjusted to reflect dividends paid to the 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 provided 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.

Reporting Owners 2