ZVI EIREF
Form 4
December 22, 2005

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 *
ZVI EIREF

(Last) (First) (Middle)

469 NORTH HARRISON STREET

(Street)

PRINCETON, NJ 08543

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
CHURCH & DWIGHT CO INC /DE/ [CHD]

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President Finance CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/20/2005		M		600	A	$ 7.2084	318,570.881	D	
Common Stock	12/20/2005		S		600	D	$ 32.9583	317,970.881	D	
Common Stock	12/21/2005		M		24,150	A	$ 7.2084	342,120.881	D	
Common Stock	12/21/2005		S		24,150	D	$ 32.9846 (1)	317,970.881	D	
Common Stock								16,938.503	I	Prfit Shring/Saving

Plan Trust

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

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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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	$ 0							(2)	08/08/1988	Common Stock	32,737.5
Stock Option	$ 9.0834							01/26/2001	01/26/2008	Common Stock	78,60
Stock Option	$ 11.4167							02/24/2003	02/24/2010	Common Stock	37,50
Stock Option	$ 13.8334							05/06/2002	05/06/2009	Common Stock	29,70
Stock Option	$ 16.2034							04/30/2004	04/30/2011	Common Stock	28,95
Stock Option	$ 21.8567							06/16/2006	06/16/2013	Common Stock	34,95
Stock Option	$ 22.3734							06/17/2005	06/17/2012	Common Stock	38,92
Stock Option	$ 29.5							06/14/2007	06/14/2014	Common Stock	27,00
Stock Option	$ 35.29							06/20/2008	06/20/2015	Common Stock	24,60
Stock Option	$ 7.2084	12/20/2005		M		600		11/01/1999	11/01/2006	Common Stock	600
Stock Option	$ 7.2084	12/21/2005		M		24,150		11/01/1999	11/01/2006	Common Stock	24,15

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZVI EIREF 469 NORTH HARRISON STREET PRINCETON, NJ 08543			Vice President Finance CFO	

Signatures

Andrew C. Forsell	12/22/2005
**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).

(3) Holdings have been adjusted to reflect dividends paid to reporting person under Church & Dwight Co., Inc.'s Deferred Compensation Plan.

(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.

(1) 32.9846 reflects the average sale price of this cashless stock option transaction, which relates to seventeen separate transactions conducted on December 21, 2005 from the same stock option grant of November 11, 1996. The detail for such transactions is as follows, with the number of shares sold preceeding the sale price: 200 at 32.89; 900 at 32.90; 600 at 32.91; 400 at 32.92; 300 at 32.93; 1900 at 32.94; 2300 at 32.95; 600 at 32.96; 700 at 32.97; 2050 at 32.98; 1800 at 32.99; 5400 at 33.00; 3700 at 33.01; 500 at 33.02; 200 at 33.03; 400 at 33.04; 2200 at 33.05.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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