

SIPIA JOSEPH A JR
Form 4
February 13, 2007

FORM 4

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

OMB APPROVAL

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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 *
SIPIA JOSEPH A JR

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)
469 NORTH HARRISON STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President, President & CO

PRINCETON, NJ 08543

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) | 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 or Price | | |
| Common Stock | 02/12/2007 | | M | | 4,350 A \$ 19.5934 | 11,075.7922 (1) (2) | D |
| Common Stock | 02/12/2007 | | S | | 4,350 D \$ 46.5021 (3) | 6,725.7922 (1) (2) | D |
| Common Stock | 02/13/2007 | | M | | 21,600 A \$ 19.5934 | 28,325.7922 (1) (2) | D |
| Common Stock | 02/13/2007 | | M | | 20,000 A \$ 22.3734 | 48,325.7922 (1) (2) | D |
| Common Stock | 02/13/2007 | | S | | 41,600 D \$ 46.5689 | 6,725.7922 (1) (2) | D |

(4)

| | | | |
|-----------------|---------|---|--------------------------------------|
| Common Stock | 685.379 | I | Prfit Shring/Saving Plan 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.

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Phantom Stock | \$ 0 | | | | | (5) 08/08/1988 | Common Stock 6,653.61 |
| Stock Option | \$ 21.8567 | | | | | 06/16/2006 06/16/2013 | Common Stock 24,750 |
| Stock Option | \$ 29.5 | | | | | 06/14/2007 06/14/2014 | Common Stock 19,050 |
| Stock Option | \$ 35.02 | | | | | 06/19/2009 06/19/2016 | Common Stock 18,000 |
| Stock Option | \$ 35.29 | | | | | 06/20/2008 06/20/2015 | Common Stock 16,500 |
| Stock Option | \$ 19.5934 | 02/12/2007 | | M | 4,350 | 02/01/2005 02/01/2012 | Common Stock 4,350 |
| Stock Option | \$ 19.5934 | 02/13/2007 | | M | 21,600 | 02/01/2005 02/01/2012 | Common Stock 21,600 |
| Stock Option | \$ 22.3734 | 02/13/2007 | | M | 20,000 | 06/17/2005 06/17/2012 | Common Stock 20,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SIPIA JOSEPH A JR
469 NORTH HARRISON STREET
PRINCETON, NJ 08543

Vice President, President & CO

Signatures

Andrew C.
Forsell

02/13/2007

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 shares purchased in the Church & Dwight Co., Inc. Employee Stock Purchase Plan.
- (2) Holdings have been adjusted to reflect dividends paid to reporting person under the Church & Dwight Co., Inc. Dividend Reinvestment 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.

(3) 46.5021 reflects the average sale price of shares sold in fifteen separate transactions conducted on February 12, 2007. The detail for such transactions, in aggregate, is as follows, with the number of shares sold preceding the sale price: 3,850 at 46.50; 100 at 46.51; 400 at 46.52.

(4) 46.5689 reflects the average sale price of shares sold in one hundred eight separate transactions conducted on February 13, 2007. The detail for such transactions, in aggregate, is as follows, with the number of shares sold preceding the sale price: 1,200 at 46.50; 200 at 46.51; 20,500 at 46.52; 400 at 46.53; 300 at 46.54; 900 at 46.55; 100 at 46.56; 700 at 46.57; 400 at 46.58; 1,200 at 46.59; 1,500 at 46.60; 1,100 at 46.61; 600 at 46.62; 700 at 46.63; 1,600 at 46.64; 10,000 at 46.65; 200 at 46.67.

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.