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SHEARER ROBERT K

Form 5

February 11, 2019

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 SHEARER ROBERT K Symbol CHURCH & DWIGHT CO INC (Check all applicable) /DE/[CHD] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2018 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 Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (D) or (Instr. 3) Disposed of (D) Beneficially Beneficial Code

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

(Month/Day/Year)

(Instr. 8)

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.

Owned at end

of Issuer's

Fiscal Year

(Instr. 3 and 4)

Indirect (I)

(Instr. 4)

SEC 2270 (9-02)

Ownership

(Instr. 4)

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

(Instr. 3, 4 and 5)

(A)

or

Amount (D) Price

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and Expiration	7. Title and A	Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Date	Underlying S	ecurition
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4	4)
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			
					(A) (D)	Date Exercisable Expiration Date	Title	Amou Numb Shares
Phantom Stock	Â	Â	Â	Â	Â	08/08/1988(2) 08/08/1988(2)	Common Stock	19,72

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
SHEARER ROBERT K					
PRINCETON SOUTH CORPORATE PARK	â v	Â	â	â	
500 CHARLES EWING BOULEVARD	АЛ	А	A	A	
EWING, NJ 08628					

Signatures

/s/ Cristina Paradiso, attorney-in-fact for Robert K.
Shearer
02/07/2019

**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.

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.

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