Huns Adrian Form 4 December 05, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

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 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Huns Adrian

CHURCH & DWIGHT CO INC

3. Date of Earliest Transaction

(Check all applicable)

/DE/[CHD] (Middle)

(Zip)

(Month/Day/Year)

(Month/Day/Year)

Director 10% Owner X_ Officer (give title Other (specify

469 NORTH HARRISON STREET

12/01/2005

President-Int'l Cons.Pdts. 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

PRINCETON, NJ 08543

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Indirect (I) Owned Following (Instr. 4) Reported

Beneficial Ownership (Instr. 4)

Indirect

(A)

Transaction(s) (Instr. 3 and 4)

Common Stock

Code V Amount (D) Price 601.0228 (1)

Profit

Common Stock

Sharing I 379.986 Savings

D

Plan

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 1474 (9-02)

Edgar Filing: Huns Adrian - Form 4

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. Transactio Code (Instr. 8)	5. Number of on 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 A Underlying S (Instr. 3 and	Secu
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ai Ni Sh
Phantom Stock	\$ 0 (2)	12/01/2005		<u>I(3)</u>	3,359.14	08/08/1988(4)	08/08/1988(4)	Common Stock	3
Stock Option	\$ 29.5					06/14/2007	06/14/2014	Common Stock	
Stock Option	\$ 35.29					06/20/2008	06/20/2015	Common Stock	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Huns Adrian 469 NORTH HARRISON STREET PRINCETON, NJ 08543

President-Int'l Cons.Pdts.

Signatures

Andrew C. Forsell 12/05/2005

**Signature of Date
Reporting Person

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