STREET ADDRESS

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
Willoughby Dawn C
1221 BROADWAY
OAKLAND, CA 94612-1888

2. Issuer Name and Ticker or Trading Symbol
CLOROX CO /DE/ [ CLX ]

3. Date of Earliest Transaction
11/13/2014

4. If Amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer
X Officer (give title below)
EVP-COO - Cleaning, Int’l

6. Individual or Joint/Group Filing
Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/13/2014</td>
<td>M</td>
<td>4650.0000</td>
<td>A</td>
<td>$61.1600</td>
<td>9335.0000 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/13/2014</td>
<td>S</td>
<td>100.0000</td>
<td>D</td>
<td>$101.9900</td>
<td>9235.0000 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/13/2014</td>
<td>S</td>
<td>3934.0000</td>
<td>D</td>
<td>$101.9900</td>
<td>9235.0000 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/13/2014</td>
<td>J (2)</td>
<td>616.0000</td>
<td>D</td>
<td>$0.0000</td>
<td>4685.0000 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/13/2014</td>
<td>J (2)</td>
<td>616.0000</td>
<td>A</td>
<td>$0.0000</td>
<td>4685.0000 I</td>
</tr>
</tbody>
</table>

11. Nature of Indirect Beneficial Ownership (Instr. 4)

By Trust

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Number of derivative Securities Beneficially Owned (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (Right to Buy)</td>
<td>$61.1600</td>
<td>11/13/2014</td>
<td>M</td>
<td>4650.0000</td>
<td>9/18/2008 9/18/2017 Common Stock</td>
<td>4650.0000</td>
<td>$0.0000</td>
<td>0.0000</td>
<td>D</td>
<td>By Trust</td>
<td>202</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) This transaction was executed in multiple trades at prices ranging from $102.00 to $102.05. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(2) Transfer holdings to family trust.

(3) Includes 202 shares acquired pursuant to a dividend reinvestment feature of the Company's Stock Incentive Plan.

Reporting Owners

Reporting Owner Name / Address

Relationships
Signatures

By Angela Hilt, Attorney-in-Fact for 11/17/2014

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. 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.