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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
MATSCHULLAT ROBERT W
1221 BROADWAY
OAKLAND, CA 94612-1888

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

5. Relationship of Reporting Person(s) to Issuer
__ X __ Director

3. Date of Earliest Transaction (MM/DD/YYYY)
12/31/2008

4. If Amendment, Date Original Filed

6. Individual or Joint/Group Filing (Check Applicable Line)

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Trans. Date</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>11/14/2008</td>
<td>A (2)</td>
<td>357.88</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>12/31/2008</td>
<td>A (4)</td>
<td>1876.6</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>12/31/2008</td>
<td>A (5)</td>
<td>337.47</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivate Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivate Security</th>
<th>3. Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivate Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>11/14/2008</td>
<td>A (2)</td>
<td>357.88</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
<td>357.88</td>
<td>$0</td>
<td>46488.97</td>
<td>D</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
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<td>12/31/2008</td>
<td>A (4)</td>
<td>1876.6</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
<td>1876.6</td>
<td>$0</td>
<td>48365.57</td>
<td>D</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>12/31/2008</td>
<td>A (5)</td>
<td>337.47</td>
<td>(3)</td>
<td>(3)</td>
<td>Common Stock</td>
<td>337.47</td>
<td>$0</td>
<td>48703.04</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) 1-for-1
(2) Deferred Stock Units acquired through dividend reinvestment during the fiscal year pursuant to the Independent Directors' Deferred Compensation Plan.
(3) The Deferred Stock Units will be settled 100% in Clorox stock upon the reporting person's retirement or other termination of service as a Director.
(4) Annual award of Deferred Stock Units pursuant to the 2005 Stock Incentive Plan.
(5) Receipt of Deferred Stock Units in lieu of receipt of quarterly director's fees.

Reporting Owners

Relationships
### Reporting Owner Name / Address

<table>
<thead>
<tr>
<th>Director</th>
<th>10% Owner</th>
<th>Officer</th>
<th>Other</th>
</tr>
</thead>
<tbody>
<tr>
<td>X</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Name

MATSCHULLAT ROBERT W

1221 BROADWAY
OAKLAND, CA 94612-1888

### Signatures

By Angela Hilt, Attorney-in-Fact for 1/5/2009

** 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.

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