

# 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  
or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>ROETH GEORGE C</b>  (Last) (First) (Middle)  <b>1221 BROADWAY</b>  (Street)  <b>OAKLAND, CA 94612-1888</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>CLOROX CO /DE/ [ CLX ]</b>  <b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>11/3/2014</b>  <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>	<b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b>  <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span> <b>EVP-COO - Household</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Common Stock	11/3/2014		M		38550.0000	A	\$66.4800	61092.0000	D	
Common Stock	11/3/2014		M		34920.0000	A	\$57.2500	96012.0000	D	
Common Stock	11/3/2014		M		28760.0000	A	\$63.9500	124772.0000	D	
Common Stock	11/3/2014		M		26325.0000	A	\$68.1500	151097.0000	D	
Common Stock	11/3/2014		M		24700.0000	A	\$61.1600	175797.0000	D	
Common Stock	11/3/2014		M		23350.0000	A	\$72.1100	199147.0000	D	
Common Stock	11/3/2014		M		17900.0000	A	\$61.5100	217047.0000	D	
Common Stock	11/3/2014		S		28330.0000	D	\$100.1600 (1)	188717.0000	D	
Common Stock	11/3/2014		S		166175.0000	D	\$99.3500 (2)	22542.0000 (3)	D	
Common Stock	11/3/2014		S		3654.0000	D	\$99.2820 (4)	3445.0000	I	By Trust
Common Stock	11/3/2014		G	V	1500.0000	D	\$0.0000	1945.0000	I	By Trust

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$72.1100	11/3/2014		M		23350.0000		9/11/2013	9/11/2022	Common Stock	23350.0000	\$0.0000	23350.0000	D	
Stock Option (Right		11/3/2014				26325.0000			9/13/2021	Common					

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
(to Buy)	\$68.1500			M			9/13/2012		Stock	26325.0000	\$0.0000	8775.0000	D	
Stock Option (Right to Buy)	\$66.4800	11/3/2014		M		38550.0000	9/14/2011	9/14/2020	Common Stock	38550.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$57.2500	11/3/2014		M		34920.0000	9/15/2010	9/15/2019	Common Stock	34920.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$63.9500	11/3/2014		M		28760.0000	9/16/2009	9/16/2018	Common Stock	28760.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$61.1600	11/3/2014		M		24700.0000	9/18/2008	9/18/2017	Common Stock	24700.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$61.5100	11/3/2014		M		17900.0000	9/19/2007	9/19/2016	Common Stock	17900.0000	\$0.0000	0.0000	D	

**Explanation of Responses:**

- (1) This transaction was executed in multiple trades at prices ranging from \$100.00 to \$100.29. 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) This transaction was executed in multiple trades at prices ranging from \$99.00 to \$99.98. 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.
- (3) Includes 428 shares acquired pursuant to a dividend reinvestment feature of the Company's Stock Incentive Plan.
- (4) This transaction was executed in multiple trades at prices ranging from \$99.26 to \$99.3050. 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.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROETH GEORGE C 1221 BROADWAY OAKLAND, CA 94612-1888			EVP-COO - Household	

**Signatures**

**By Angela Hilt, Attorney-in-Fact for**

**11/5/2014**

\*\* 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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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