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 ]

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

12/31/2010

4. If Amendment, Date Original Filed (MM/DD/YYYY)


5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

__ X__ Director

_____ 10% Owner

_____ Officer (give title below)

_____ Other (specify below)

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>Code</th>
<th>Amount (A)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>11/12/2010</td>
<td>A (2)</td>
<td>482,970</td>
<td>(3)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>12/31/2010</td>
<td>A (4)</td>
<td>1788,940</td>
<td>(3)</td>
<td>Common Stock</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>12/31/2010</td>
<td>A (5)</td>
<td>355,560</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>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Code</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>11/12/2010</td>
<td>A (2)</td>
<td>482,970</td>
<td>(3)</td>
<td>Common Stock</td>
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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 in connection with 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
Reporting Owner Name / Address | Director | 10% Owner | Officer | Other
---|---|---|---|---
MATSCHULLAT ROBERT W | X | | | |
1221 BROADWAY | | | | |
OAKLAND, CA 94612-1888 | | | | |

Signatures

By Angela Hilt, Attorney-in-Fact for 1/4/2011

** 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.