

# FORM 4

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

OMB APPROVAL  
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[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## 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>Foster James E</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>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <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>SVP Chief Product Supply Off.</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>12/4/2013</b>		<b>6. Individual or Joint/Group Filing</b> (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed</b> (MM/DD/YYYY)		

**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	12/4/2013		M		17790.0000	A	\$66.4800	30793.0000	D	
Common Stock	12/4/2013		M		6500.0000	A	\$63.9500	37293.0000	D	
Common Stock	12/4/2013		M		5570.0000	A	\$61.1600	42863.0000	D	
Common Stock	12/4/2013		M		4410.0000	A	\$61.5100	47273.0000	D	
Common Stock	12/4/2013		S		1400.0000	D	\$93.4034 (1)	45873.0000	D	
Common Stock	12/4/2013		S		33095.0000	D	\$93.0005 (2)	12778.0000	D	
Common Stock	12/4/2013		G	V	645.0000	D	\$0.0000	12133.0000	D	

**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)	\$66.4800	12/4/2013		M		17790.0000		9/14/2011	9/14/2020	Common Stock	17790.0000	\$0.0000	5930.0000	D	
Stock Option (Right to Buy)	\$63.9500	12/4/2013		M		6500.0000		9/16/2009	9/16/2018	Common Stock	6500.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$61.1600	12/4/2013		M		5570.0000		9/18/2008	9/18/2017	Common Stock	5570.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$61.5100	12/4/2013		M		4410.0000		9/19/2007	9/19/2016	Common Stock	4410.0000	\$0.0000	0.0000	D	

**Explanation of Responses:**

- (1) This transaction was executed in multiple trades at prices ranging from \$93.401 to \$93.406. 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 \$93.00 to \$93.049. 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
<b>Foster James E 1221 BROADWAY OAKLAND, CA 94612-1888</b>			<b>SVP Chief Product Supply Off.</b>	

**Signatures**

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

**12/6/2013**

\*\* 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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