

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

1. Name and Address of Reporting Person * KNAUSS DONALD R (Last) (First) (Middle) 1221 BROADWAY (Street) OAKLAND, CA 94612-1888 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol CLOROX CO /DE/ [CLX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Executive Chairman
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">12/22/2014</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (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	11/6/2014		J (1)	V	22242.0000	D	\$0.0000	0.0000	D	
Common Stock	12/22/2014		M (2)		149165.0000	A	\$57.2500	149165.0000	D	
Common Stock	12/22/2014		M (2)		137500.0000	A	\$63.2100	286665.0000	D	
Common Stock	12/22/2014		S (2)		74527.0000	D	\$103.9175 (3)	212138.0000	D	
Common Stock	12/22/2014		S (2)		196326.0000	D	\$104.1167 (4)	15812.0000	D	
Common Stock	11/6/2014		J (1)	V	22242.0000	A	\$0.0000	71456.0000 (5)	I	By Trust
Common Stock								5889.8110	I	By 401(k)
Common Stock								70000.0000	I	By KFI, LLC

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)	\$57.2500	12/22/2014		M		149165.0000		9/15/2010	9/15/2019	Common Stock	149165.0000	\$0.0000	149165.0000	D	
Stock Option (Right to Buy)	\$63.2100	12/22/2014		M		137500.0000		10/2/2007	10/2/2016	Common Stock	137500.0000	\$0.0000	137500.0000	D	

Explanation of Responses:

- (1) Transfer holdings to family trust.
- (2) Transaction executed pursuant to a pre-planned trading program adopted by reporting person on November 22, 2014, in accordance with

Rule 10b5-1 of the Securities Exchange Act of 1934.

- (3) This transaction was executed in multiple trades at prices ranging from \$103.71 to \$103.9975. 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.
- (4) This transaction was executed in multiple trades at prices ranging from \$104.00 to \$104.72. 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.
- (5) Includes 1,688 shares acquired pursuant to a dividend reinvestment feature of the Company's Stock Incentive Plan.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KNAUSS DONALD R 1221 BROADWAY OAKLAND, CA 94612-1888	X		Executive Chairman	

Signatures

By Angela Hilt, Attorney-in-Fact for

12/24/2014

** 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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