**FORM 4**

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

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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** *
   - GARNER DENISE
     - 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)**
   - 9/15/2015

4. **Relationship of Reporting Person(s) to Issuer**
   - [ ] Director
   - [x] 10% Owner
   - [ ] Officer (give title below)
   - SVP - Chief Innovation Officer

5. **If Amendment, Date Original Filed**
   - (MM/DD/YYYY)

6. **Individual or Joint/Group Filing**
   - [x] Form filed by One Reporting Person
   - _ _ Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

| Stock Option (Right to Buy) | $111.6000 | 9/15/2015 | A | 15210.0000 | 9/15/2016 9/15/2025 | Common Stock | 15210.0000 | $0.0000 | 15210.0000 | D |

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

| Title of Derivate Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | Trans. Date | Deemed Execution Date, if any | Trans. Code (Instr. 8) | Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | Date Exercisable and Expiration Date | Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | Price of Derivative Security (Instr. 5) | Ownership Form of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 4) | Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------|--------------------------------------------------|-------------|--------------------------------|------------------------|---------------------------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------------------|--------------------------------|=----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------------|

| Stock Option (Right to Buy) | $111.6000 | 9/15/2015 | | | | 9/15/2016 9/15/2025 | Common Stock | | | | |

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**Explanation of Responses:**

**1** Option vests in 4 equal installments - 1/4 on each of the first, second, third and fourth anniversaries of the grant date.

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**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>GARNER DENISE</td>
<td>Director</td>
</tr>
<tr>
<td>1221 BROADWAY</td>
<td>10% Owner</td>
</tr>
<tr>
<td>OAKLAND, CA 94612-1888</td>
<td>SVP - Chief Innovation Officer</td>
</tr>
</tbody>
</table>

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**Signatures**

By Angela Hilt, Attorney-in-Fact for 9/17/2015

**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.