

# FORM 4

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

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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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>KANE JACQUELINE P</b>		<b>CLOROX CO /DE/ [ CLX ]</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>SVP- HR &amp; Corporate Affairs</b>	
(Last) (First) (Middle) <b>1221 BROADWAY</b>		3. Date of Earliest Transaction (MM/DD/YYYY) <b>8/18/2014</b>		6. Individual or Joint/Group Filing (Check Applicable Line)	
(Street) <b>OAKLAND, CA 94612-1888</b>		4. If Amendment, Date Original Filed (MM/DD/YYYY)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**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	7/29/2014		J (1)	V	2702.0000	D	\$0.0000	17432.0000	D	
Common Stock	8/18/2014		A (2)		5747.0000	A	\$88.9300	23179.0000	D	
Common Stock	8/18/2014		F (3)		2160.0000	D	\$88.9300	21019.0000	D	
Common Stock	7/29/2014		J (1)	V	2702.0000	A	\$0.0000	4456.0000 (4)	I	By Trust
Common Stock								526.0140 (5)	I	By 401(k)

**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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

- (1) Transfer holdings to family trust.
- (2) Settlement of 2011 Performance Unit Grant that vested 8/18/2014.
- (3) Withholding of stock to pay tax liability under the Company's Stock Withholding Arrangement.
- (4) Includes 250 shares acquired pursuant to a dividend reinvestment feature of the Company's Stock Incentive Plan.
- (5) Includes 28.5241 shares acquired during the fiscal year pursuant to the Company's 401(k) Plan.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>KANE JACQUELINE P 1221 BROADWAY</b>			<b>SVP- HR &amp; Corporate Affairs</b>	

**Signatures**

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

**8/20/2014**

\*\* 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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