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

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**FORM 8-K**

**CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): February 4, 2008

**THE CLOROX COMPANY**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of  
incorporation or  
organization)

**1-07151**  
(Commission File  
Number)

**31-0595760**  
(I.R.S. Employer  
Identification No.)

**1221 Broadway, Oakland, California 94612-1888**  
(Address of principal executive offices) (Zip code)

**(510) 271-7000**  
(Registrant's telephone number, including area code)

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.)

- Written communications pursuant to Rule 425 Under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition**

This information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On February 4, 2008, The Clorox Company (the “Company”) issued a press release announcing its financial results for its second quarter ended December 31, 2007. The full text of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 7.01 Regulation FD**

Attached hereto as Exhibit 99.2 and incorporated herein by reference is Supplemental financial information.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
99.1	Press Release dated February 4, 2008 of The Clorox Company
99.2	Supplemental information regarding financial results

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

THE CLOROX COMPANY

Date: February 4, 2008

By: /s/ Laura Stein

Senior Vice President –  
General Counsel

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**THE CLOROX COMPANY**

**FORM 8-K**

**INDEX TO EXHIBITS**

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## Clorox Reports Strong Q2 Results; Updates Fiscal 2008 EPS Outlook to Include Impact of Burt's Bees Acquisition

OAKLAND, Calif., Feb. 4, 2008 – The Clorox Company (NYSE: CLX) today announced that top-line growth and cost savings contributed to strong operating results for the company's fiscal second quarter, which ended Dec. 31, 2007.

"I'm delighted with our second-quarter results," said Chairman and CEO Don Knauss. "Although the commodities environment remains challenging, we delivered strong top-line growth and our business is strong across the portfolio. On Nov. 30, we completed the acquisition of Burt's Bees, which is performing very well. In December, we began shipping the Green Works™ line of natural cleaners, our most exciting launch in years. There's a lot of enthusiasm across the organization about these new businesses, the momentum in our base business and our progress in delivering on our Centennial Strategy."

### Second-quarter highlights

Clorox reported second-quarter net earnings of \$92 million, or 65 cents diluted earnings per share (EPS), based on weighted average diluted shares outstanding of 141 million. This compares with \$96 million in the year-ago quarter, or 62 cents diluted EPS, based on weighted average diluted shares outstanding of 154 million. The year-ago quarter's results included a tax benefit of \$5 million, or 3 cents diluted EPS, from discontinued operations. Contributing to earnings for the current quarter were strong volume and sales growth, and the benefit of a favorable tax rate due to the settlement of certain tax matters. Current quarter earnings were reduced by \$5 million in previously announced pretax charges, or 2 cents diluted EPS, including restructuring-related charges associated with the consolidation of the company's manufacturing networks. The Burt's Bees acquisition also reduced pretax earnings by \$5 million, or 2 cents diluted EPS, primarily due to costs associated with the acquisition.

Second-quarter sales grew 8 percent to \$1.19 billion, compared with \$1.10 billion in the year-ago quarter. The following factors each contributed about 1.5 percentage points of sales growth in the current quarter: December results from the Burt's Bees acquisition, the bleach businesses acquired in fiscal year 2007 and favorable foreign exchange rates. Volume increased 6 percent compared to the year-ago quarter, including about 1 percentage point of growth from Burt's Bees and about 1 percentage point of growth from the bleach business acquisition. Volume growth of 4 percent on the base business was primarily driven by strong shipments of home-care products, including Clorox® disinfecting wipes, and all-time record shipments of Fresh Step® scoopable cat litter. Sales growth outpaced volume growth primarily due to the impact of favorable foreign exchange rates and price increases, partially offset by higher trade promotion spending in response to competitive activity.

Gross margin in the second quarter decreased 160 basis points to 40.4 percent from 42.0 percent in the year-ago quarter. The decrease was primarily due to the impact of unfavorable raw-material costs, primarily for resin and agricultural commodities; increased promotional spending; and higher manufacturing and logistics costs, which includes the cost of diesel fuel. In addition, gross margin was negatively impacted by about 50 basis points, or \$5 million, from a purchase-accounting step-up in inventory values associated with Burt's Bees. These factors were partially offset by the benefit of strong cost savings and price increases.

Net cash provided by operations was \$148 million, compared to \$122 million in the year-ago quarter. The year-over-year increase was primarily due to the collection of receivables, partially offset by higher inventories.

Following is a summary of key second-quarter results by business segment. All comparisons are with the second quarter of fiscal year 2007, unless otherwise stated.

### North America

The segment reported 6 percent sales growth, 6 percent volume growth and a 1 percent increase in pretax earnings. Sales and volume growth were driven by the addition of Burt's Bees, the bleach business acquisition in Canada and

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strong base-business growth across the portfolio. Home-care shipments grew strongly due to gains on Clorox<sup>®</sup> disinfecting wipes behind successful promotional activities, a low-streak product improvement and category growth; higher shipments of Clorox<sup>®</sup> disinfecting cleaner; and initial shipments of new Green Works<sup>™</sup> natural cleaners during the last week of the quarter. Also contributing to the segment's volume growth were all-time record shipments of Fresh Step<sup>®</sup> scoopable cat litter. Pretax earnings reflected the benefit of higher sales and strong cost savings. These factors were substantially offset by the impact of the aforementioned restructuring-related charges, unfavorable commodity costs and the purchase-accounting step-up of inventory values associated with Burt's Bees.

### International

The segment reported 17 percent sales growth, 6 percent volume growth and a 12 percent increase in pretax earnings. Sales results included about 6 percentage points of growth from the bleach business acquisition and about 5 percentage points from favorable foreign exchange rates. Volume growth was driven by increased shipments of bleach and dilutable cleaners in Argentina, and higher shipments of bags and wraps, cleaning utensils and auto-care products in Australia. Sales growth outpaced volume growth primarily due to the benefit of favorable foreign exchange rates and price increases. Pretax earnings reflected the benefit of higher sales, partially offset by the impact of the previously announced restructuring-related charges and higher commodity costs.

### **Clorox announces price increases and completion of accelerated share repurchase agreement**

In addition to previously communicated price increases on Hidden Valley<sup>®</sup> salad dressings, Kingsford<sup>®</sup> charcoal, and Armor All<sup>®</sup> and STP<sup>®</sup> auto-care products, the company plans to increase prices an average of 7 percent on Glad<sup>®</sup> trash bags and GladWare<sup>®</sup> disposable containers in February 2008 to help offset higher commodity costs.

As previously announced, in August 2007 Clorox entered into an accelerated share repurchase (ASR) agreement with two investment banks. Under the ASR agreement, the company repurchased \$750 million of its shares, with the banks delivering an initial amount of 10.9 million shares to the company on Aug. 15, 2007. Following completion of the ASR in January 2008, a final purchase price adjustment resulted in the receipt of an additional 1.1 million shares by the company in the third quarter. This adjustment did not require Clorox to make additional cash or share payments. The per-share amount paid for all shares purchased under the ASR agreement was \$62.08. The fiscal-year outlook, updated below, continues to include about 5 cents diluted EPS benefit from the ASR agreement.

### **Updated fiscal year 2008 financial outlook**

For fiscal year 2008, Clorox now anticipates sales growth in the range of 6-7 percent, including the anticipated benefit of the bleach business and Burt's Bees acquisitions.

Previously, the company's fiscal year 2008 outlook, before the impact of the Burt's Bees acquisition, was \$3.33 to \$3.50 diluted EPS. The outlook is being updated to include anticipated dilution related to the Burt's Bees acquisition, additional restructuring-related charges associated with the decision to exit the private label food bag business, and an increase for the benefit of strong first-half operating results.

Previously, the company anticipated EPS dilution in the range of 10 cents to 15 cents from the Burt's Bees acquisition. The projected EPS dilution impact from the acquisition is now anticipated to be about 13 cents to 15 cents diluted EPS, at the higher end of the previous range. The estimated Burt's Bees dilution includes pretax costs of about \$4 million for amortization of intangible assets, \$19 million for the purchase-accounting step-up in inventory values, and the impact of financing the transaction.

As announced previously, the fiscal year 2008 outlook also includes anticipated charges related to the consolidation of Clorox's manufacturing networks and other charges the company decided to take in light of its Centennial Strategy. Previously, the company anticipated \$49 million to \$58 million of pretax charges, or 21 cents to 25 cents diluted EPS, for the fiscal year. These pretax charges are now anticipated to be about \$58 million to \$60 million, or about 25 cents to 26 cents diluted EPS – around the high end of the previous range – due to the company's decision to exit the remaining components of its private label food bags business. Of these charges, approximately \$42 million to \$44 million are anticipated to be noncash.

In addition, the updated outlook reflects part of the benefit of strong first-half operating results, including strong top-line growth across the portfolio and momentum on the company's base business.

Taking into account these factors, the company's outlook for diluted EPS is now in the range of \$3.20 to \$3.35.

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## For more information

Visit the Investors: Financial Results section of the company's Web site at [www.TheCloroxCompany.com](http://www.TheCloroxCompany.com) for the following:

- Supplemental volume and sales growth information
- Supplemental gross margin driver information
- EBIT reconciliation information
- Supplemental balance sheet and cash flow information
- Supplemental price-increase information

Note: Percentage and basis-point changes noted in this news release are calculated based on rounded numbers.

## Today's webcast

Today at 10:30 a.m. Pacific time (1:30 p.m. Eastern time), Clorox will host a live audio webcast of a discussion with the investment community regarding the company's second-quarter results. The webcast can be accessed at <http://investors.thecloroxcompany.com>. Following a live discussion, a replay of the webcast will be archived for one week on the company's Web site.

## The Clorox Company

The Clorox Company is a leading manufacturer and marketer of consumer products with fiscal year 2007 revenues of \$4.8 billion. Clorox markets some of consumers' most trusted and recognized brand names, including its namesake bleach and cleaning products, Armor All<sup>®</sup> and STP<sup>®</sup> auto-care products, Fresh Step<sup>®</sup> and Scoop Away<sup>®</sup> cat litter, Kingsford<sup>®</sup> charcoal, Hidden Valley<sup>®</sup> and K C Masterpiece<sup>®</sup> dressings and sauces, Brita<sup>®</sup> water-filtration systems, Glad<sup>®</sup> bags, wraps and containers, and Burt's Bees<sup>®</sup> natural personal care products. With 8,300 employees worldwide, the company manufactures products in more than two dozen countries and markets them in more than 100 countries. Clorox is committed to making a positive difference in the communities where its employees work and live. Founded in 1980, The Clorox Company Foundation has awarded cash grants totaling more than \$69.7 million to nonprofit organizations, schools and colleges. In fiscal 2007 alone, the foundation awarded \$3.4 million in cash grants, and Clorox made product donations valued at \$5.9 million. For more information about Clorox, visit [www.TheCloroxCompany.com](http://www.TheCloroxCompany.com).

## Forward-looking statements

This press release contains "forward looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the Securities Act), and Section 21E of the Securities Exchange Act of 1934, as amended (the Exchange Act), and such forward looking statements involve risks and uncertainties. Except for historical information, matters discussed above, including statements about future volume, sales, costs, cost savings, earnings, cash outflows, plans, objectives, expectations, growth, or profitability, are forward looking statements based on management's estimates, assumptions, and projections. Words such as "expects," "anticipates," "targets," "goals," "projects," "intends," "plans," "believes," "seeks," "estimates," and variations on such words, and similar expressions, are intended to identify such forward looking statements. These forward looking statements are only predictions, subject to risks and uncertainties, and actual results could differ materially from those discussed above. Important factors that could affect performance and cause results to differ materially from management's expectations are described in the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the company's Annual Report on Form 10-K for the year ended June 30, 2007, as updated from time to time in the company's SEC filings. These factors include, but are not limited to, the success of the company's previously announced Centennial Strategy; the need for any additional restructuring or asset-impairment charges; the company's ability to achieve the projected strategic and financial benefits from the Burt's Bees acquisition; general economic and marketplace conditions and events; competitors' actions; the company's costs, including changes in exposure to commodity costs such as resin, diesel, chlor-alkali and agricultural commodities; increases in energy costs; consumer and customer reaction to price increases; customer-specific ordering patterns and trends; the company's actual cost performance; changes in the company's tax rate; any future supply constraints that may affect key commodities; risks inherent in sole-supplier relationships; risks related to customer concentration; risks arising out of natural disasters; risks related to the handling and/or transportation of hazardous substances, including but not limited to chlorine; risks inherent in litigation; risks relating to international operations, including the risk associated with foreign currencies; the impact of the volatility of the debt markets on the company's access to funds; risks inherent in maintaining an effective system of internal controls, including the

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potential impact of acquisitions or the use of third-party service providers; the ability to manage and realize the benefit of joint ventures and other cooperative relationships, including the company's joint venture regarding the company's Glad<sup>®</sup> plastic bags, wraps and containers business, and the agreement relating to the provision of information technology and related services by a third party; the success of new products; risks relating to acquisitions, mergers and divestitures; risks relating to changes in the company's capital structure; and the ability of the company to successfully manage tax, regulatory, product liability, intellectual property, environmental and other legal matters, including the risk resulting from joint and several liability for environmental contingencies. In addition, the company's future performance is subject to risks related to its November 2004 share exchange transaction with Henkel KgaA, the tax indemnification obligations and the actual level of debt costs. Declines in cash flow, whether resulting from tax payments, debt payments, share repurchases, interest cost increases greater than management expects, or increases in debt or changes in credit ratings, or otherwise, could adversely affect the company's earnings.

The company's forward looking statements in this report are based on management's current views and assumptions regarding future events and speak only as of their dates. The company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events or otherwise, except as required by the federal securities laws.

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**Condensed Consolidated Statements of Earnings (Unaudited)**

Dollars in millions, except per share amounts

	Three Months Ended		Six Months Ended	
	12/31/2007	12/31/2006	12/31/2007	12/31/2006
Net sales	\$ 1,186	\$ 1,101	\$ 2,425	\$ 2,262
Cost of products sold	707	639	1,418	1,302
Gross profit	479	462	1,007	960
Selling and administrative expenses	168	162	323	315
Advertising costs	109	109	227	226
Research and development costs	28	27	51	53
Restructuring and asset impairment costs	2	4	27	4
Interest expense	46	29	79	58
Other income, net	(2)	(5)	(2)	(7)
Earnings from continuing operations before income taxes	128	136	302	311
Income taxes on continuing operations	36	45	99	108
Earnings from continuing operations	92	91	203	203
Earnings from discontinued operations	—	5	—	5
Net earnings	<u>\$ 92</u>	<u>\$ 96</u>	<u>\$ 203</u>	<u>\$ 208</u>
Earnings per common share				
Basic				
Continuing operations	\$ 0.66	\$ 0.60	\$ 1.43	\$ 1.34
Discontinued operations	—	0.03	—	0.03
Basic net earnings per common share	<u>\$ 0.66</u>	<u>\$ 0.63</u>	<u>\$ 1.43</u>	<u>\$ 1.37</u>
Diluted				
Continuing operations	\$ 0.65	\$ 0.59	\$ 1.41	\$ 1.32
Discontinued operations	—	0.03	—	0.03
Diluted net earnings per common share	<u>\$ 0.65</u>	<u>\$ 0.62</u>	<u>\$ 1.41</u>	<u>\$ 1.35</u>
Weighted average common shares outstanding (in thousands)				
Basic	138,750	151,413	141,264	151,278
Diluted	141,026	153,885	143,402	153,705

**Segment Information****(Unaudited)**

Dollars in millions

**Second Quarter**

	Net Sales			Earnings/(Losses) from Continuing Operations Before Income Taxes		
	Three Months Ended		% Change (1)	Three Months Ended		% Change (1)
	12/31/2007	12/31/2006		12/31/2007	12/31/2006	
North America	\$ 977	\$ 923	6%	\$ 257	\$ 254	1%
International	209	178	17%	38	34	12%
Corporate	—	—	—	(167)	(152)	10%
Total Company	<u>\$ 1,186</u>	<u>\$ 1,101</u>	8%	<u>\$ 128</u>	<u>\$ 136</u>	-6%

**Year To Date**

	Net Sales			Earnings/(Losses) from Continuing Operations Before Income Taxes		
	Six Months Ended		% Change (1)	Six Months Ended		% Change (1)
	12/31/2007	12/31/2006		12/31/2007	12/31/2006	
North America	\$ 2,026	\$ 1,923	5%	\$ 543	\$ 541	0%
International	399	339	18%	75	68	10%
Corporate	—	—	—	(316)	(298)	6%
Total Company	<u>\$ 2,425</u>	<u>\$ 2,262</u>	7%	<u>\$ 302</u>	<u>\$ 311</u>	-3%

(1) Percentages based on rounded numbers.

**Condensed Consolidated Balance Sheets (Unaudited)**

Dollars in millions

	<u>12/31/2007</u>	<u>6/30/2007</u>	<u>12/31/2006</u>
<b>Assets</b>			
Current assets			
Cash and cash equivalents	\$ 280	\$ 182	\$ 179
Receivables, net	397	460	393
Inventories, net	421	309	340
Other current assets	117	81	67
Total current assets	<u>1,215</u>	<u>1,032</u>	<u>979</u>
Property, plant and equipment, net	967	976	985
Goodwill	1,425	855	801
Trademarks and other intangible assets, net	1,059	613	608
Other assets	187	190	251
Total assets	<u>\$ 4,853</u>	<u>\$ 3,666</u>	<u>\$ 3,624</u>
<b>Liabilities and Stockholders' (Deficit) Equity</b>			
Current liabilities			
Notes and loans payable	\$ 1,540	\$ 74	\$ 126
Current maturities of long-term debt	—	500	651
Accounts payable	312	329	283
Accrued liabilities	389	507	435
Income taxes payable	90	17	24
Total current liabilities	<u>2,331</u>	<u>1,427</u>	<u>1,519</u>
Long-term debt	2,223	1,462	1,464
Other liabilities	596	516	562
Deferred income taxes	257	90	112
Total liabilities	<u>5,407</u>	<u>3,495</u>	<u>3,657</u>
Contingencies			
Stockholders' (deficit) equity			
Common stock	159	159	159
Additional paid-in capital	506	481	437
Retained earnings	248	185	7
Treasury shares	(1,289)	(445)	(428)
Accumulated other comprehensive net losses	(178)	(209)	(208)
Stockholders' (deficit) equity	<u>(554)</u>	<u>171</u>	<u>(33)</u>
Total liabilities and stockholders' (deficit) equity	<u>\$ 4,853</u>	<u>\$ 3,666</u>	<u>\$ 3,624</u>

Supplemental Information – Volume Growth

Business Segment	% Change vs. Prior Year									Major Drivers of Change
	FY07					FY08			YTD	
	Q1	Q2	Q3	Q4	FY	Q1	Q2			
North America <sup>(1)</sup>	-1%	-3%	8%	0%	1%	5%	6%	6%	Q2 increase primarily driven by strong results in Home Care due to gains on disinfecting wipes, Pine-Sol cleaners, and new products; continued growth in cat litter; and acquisition of Burt's Bees and a bleach business in Canada. These were partially offset by declines in Glad products due to category softness.	
International	1%	10%	13%	12%	9%	11%	6%	8%	Q2 increase primarily driven by strong results in Latin America from the bleach business acquisition and category growth.	
<b>Total Company</b>	<b>-1%</b>	<b>-1%</b>	<b>8%</b>	<b>2%</b>	<b>2%</b>	<b>6%</b>	<b>6%</b>	<b>6%</b>		

Supplemental Information – Sales Growth

Business Segment	% Change vs. Prior Year									Major Drivers of Change
	FY07					FY08			YTD	
	Q1	Q2	Q3	Q4	FY	Q1	Q2			
North America <sup>(1)</sup>	5%	3%	6%	-1%	3%	5%	6%	5%	Q2 growth primarily driven by increased shipments across the segment and favorable Canadian currency offset by high levels of trade spending in response to competitive activity.	
International	4%	9%	16%	21%	12%	18%	17%	18%	Q2 growth primarily driven by increased shipments, favorable currency, the benefit of price increases, and favorable mix.	
<b>Total Company</b>	<b>5%</b>	<b>3%</b>	<b>7%</b>	<b>2%</b>	<b>4%</b>	<b>7%</b>	<b>8%</b>	<b>7%</b>		

<sup>(1)</sup> North America includes U.S. and Canadian results and the worldwide Burt's Bees business.

Earnings Before Interest and Taxes (Unaudited) <sup>(1)</sup>**Reconciliation schedule of earnings from continuing operations before income taxes to earnings before interest and taxes (EBIT)***Dollars in millions and percentages based on rounded numbers*

	Three months ended		Six months ended	
	12/31/07	12/31/06	12/31/07	12/31/06
<b>Earnings from continuing operations before income taxes</b>	<b>\$ 128</b>	<b>\$ 136</b>	<b>\$ 302</b>	<b>\$ 311</b>
Interest income	(4)	(3)	(7)	(5)
Interest expense	46	29	79	58
<b>EBIT <sup>(2)</sup></b>	<b>170</b>	<b>162</b>	<b>374</b>	<b>364</b>
<i>EBIT margin <sup>(2)</sup></i>	<i>14.3 %</i>	<i>14.7 %</i>	<i>15.4 %</i>	<i>16.1 %</i>
Net sales	<u>\$1,186</u>	<u>\$1,101</u>	<u>\$2,425</u>	<u>\$2,262</u>

- (1) In accordance with SEC's Regulation G, this schedule provides the definition of a non-GAAP measure and the reconciliation to the most closely related GAAP measure.

Management believes the presentation of EBIT and EBIT margin provides additional useful information to investors about current trends in the business.

- (2) EBIT (a non-GAAP measure) represents earnings from continuing operations before income taxes (a GAAP measure), excluding interest income and expense, as reported above. EBIT margin is a measure of EBIT as a percentage of net sales.



### Supplemental Information – Balance Sheet

(Unaudited)

As of December 31, 2007

#### Working Capital Update

	<i>Q2</i>		<i>Change</i> (\$ millions)	<i>Days</i> <sup>(5)</sup> <i>FY 2008</i>	<i>Days</i> <sup>(5)</sup> <i>FY 2007</i>	<i>Change</i>
	<i>FY 2008</i> (\$ millions)	<i>FY 2007</i> (\$ millions)				
Receivables, net	\$ 397	\$ 393	\$ 4	31	31	0 days
Inventories	\$ 421	\$ 340	\$ 81	48	47	+1 day
Accounts payable <sup>(1)</sup>	\$ 312	\$ 283	\$ 29	36	40	-4 days
Accrued liabilities	\$ 389	\$ 435	-\$ 46			
Total WC <sup>(2)</sup>	\$ 144	\$ 58	\$ 86			
Total WC % net sales <sup>(3)</sup>	3.0%	1.3%				
Average WC <sup>(2)</sup>	\$ 109	\$ 42	\$ 67			
Average WC % net sales <sup>(4)</sup>	2.3%	1.0%				

- Inventories increased primarily as a result of the acquisition of Burt's Bees, higher resin costs, and pre-build for Q3 merchandising events and new product launches, including Green Works.
- Accounts payable increased mainly due to the acquisition of Burt's Bees, increased commodity costs and timing of payments.
- Accrued liabilities decreased primarily due to the adoption of FASB Financial Interpretation No. 48 which resulted in income tax contingency accruals being reclassified from accrued liabilities to income taxes payable and long-term liabilities. This was partially offset by higher accruals related to the acquisition of Burt's Bees, increased trade and marketing spending levels, and the May 2007 increase in the quarterly dividend rate.

### Supplemental Information – Cash Flow

(Unaudited)

As of December 31, 2007

**Capital expenditures were \$45 million**

**Depreciation and amortization was \$50 million**

#### Cash provided by operations

Net cash provided by operations was \$148 million, compared with \$122 million provided by operations in the year-ago quarter. The year-over-year increase was mainly due to collection of receivables offset by increased inventories.

- (1) Days of accounts payable is calculated as follows: average accounts payable / [(cost of products sold + change in inventory) / 90].
- (2) Working capital (WC) is defined in this context as current assets minus current liabilities excluding cash and short-term debt, based on end of period balances. Average working capital represents a two-point average of working capital.
- (3) Represents working capital at the end of the period divided by annualized net sales (*current quarter net sales x 4*).
- (4) Represents a two-point average of working capital divided by annualized net sales (*current quarter net sales x 4*).
- (5) Days calculations based on a two-point average.



### Supplemental Information – Gross Margin Drivers

The table below provides details on the drivers of gross margin change versus the prior year.

Driver	Change vs. Prior Year (basis points)						
	FY07					FY08	
	Q1	Q2	Q3	Q4	FY	Q1	Q2
Cost savings	+190 bp	+240 bp	+280 bp	+200 bp	+230 bp	+180 bp	+170 bp
Pricing changes	+210 bp	+160 bp	+140 bp	+80 bp	+150 bp	+50 bp	+40 bp
Market movement (commodities)	-280 bp	-190 bp	+40 bp	-40 bp	-110 bp	-120 bp	-170 bp
Manufacturing & logistics <sup>(1)</sup>	-90 bp	-110 bp	-120 bp	-70 bp	-100 bp	-140 bp	-70 bp
All other <sup>(2)</sup>	+40 bp	0 bp	-160 bp	-120 bp	-80 bp	0 bp	-130 bp
<b>Gross margin change vs prior year</b>	<b>+70 bp</b>	<b>+100 bp</b>	<b>+180 bp</b>	<b>+50 bp</b>	<b>+90 bp</b>	<b>-30 bp</b>	<b>-160 bp</b>

(1) “Manufacturing & logistics” includes the change in the cost of diesel fuel.

(2) “All other” includes all other drivers of gross margin change, which are usually of an immaterial nature. Examples of drivers included: volume change, trade and consumer spending, restructuring and acquisition-related costs, foreign currency, etc. If a driver included in all other is deemed to be material in a given period, it will be disclosed as part of the company’s earnings release.



Updated: 2-4-08

**U.S. Price Increases from CY2003 - CY2005**

<u>Brand / Product</u>	<u>Average Increase</u>	<u>Effective Date</u>
Glad <sup>®</sup> trash bags	6%	October 2003
Charcoal	5%	December 2003
Cat litter	4%	May 2004
Glad <sup>®</sup> trash bags	13%	February 2005
GladWare <sup>®</sup> disposable containers	12%	February 2005
Clorox <sup>®</sup> liquid bleach	9%	July 2005
Clorox 2 <sup>®</sup> bleach for colors, Clorox Clean-Up <sup>®</sup> cleaner	5%	July 2005
Glad <sup>®</sup> food bags	7%	August 2005
Cat litter	5%	October 2005

**U.S. Price Increases from CY2006 - CY2008**

<u>Brand / Product</u>	<u>Average Increase</u>	<u>Effective Date</u>
Clorox <sup>®</sup> liquid bleach, Clorox Clean-Up <sup>®</sup> and Tilex <sup>®</sup> cleaners	8%	January 2006
Match Light <sup>®</sup> charcoal	6%	January 2006
Kingsford <sup>®</sup> lighter fluid	10%	January 2006
Armor All <sup>®</sup> auto-care products	9%	January 2006
STP <sup>®</sup> functional fuel products	9%	January 2006
Brita <sup>®</sup> pour-through filters	7%	January 2006
Brita <sup>®</sup> pitchers	5%	January 2006
GladWare <sup>®</sup> disposable containers	9%	January 2006
Glad <sup>®</sup> trash bags	15%	February 2006
Cat litter	6%	June 2006
STP <sup>®</sup> functional fuel products	17%	October 2006
Charcoal and lighter fluid	4 –8%	January 2007
Hidden Valley Ranch <sup>®</sup> salad dressing	6%	October 2007
Charcoal	6%	January 2008
Armor All <sup>®</sup> and STP <sup>®</sup> auto-care products	5 –7%	January 2008
Glad <sup>®</sup> trash bags and GladWare <sup>®</sup> disposable containers	7%	February 2008

Notes:

- Average % increase reflects brand averages rounded to the whole percent. Individual SKUs vary versus the average.
- This communication reflects pricing actions on primary items.