# 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

Britanik Thomas P  
1221 BROADWAY  
OAKLAND, CA 94612-1888

## 2. Issuer Name and Ticker or Trading Symbol

CLOROX CO /DE/ [ CLX ]

## 3. Date of Earliest Transaction

8/18/2014

## 4. If Amendment, Date Original Filed

8/18/2014

## 5. Relationship of Reporting Person(s) to Issuer

___ Director  
X Officer (give title below)  
__ 10% Owner  
__ Other (specify below)

SVP-Chief Marketing Officer

## 6. Individual or Joint/Group Filing

_ X Form filed by One Reporting Person  
_ ___ Form filed by More than One Reporting Person

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

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>8/18/2014</td>
<td>A</td>
<td>3017.0000</td>
<td>$88.9300</td>
</tr>
<tr>
<td>Common Stock</td>
<td>8/18/2014</td>
<td>F</td>
<td>987.0000</td>
<td>$88.9300</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
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**Explanation of Responses:**

1. Settlement of 2011 Performance Unit Grant that vested 8/18/2014, a portion of which the reporting person has elected to defer pursuant to the 2005 Stock Incentive Plan.

2. Withholding of stock to pay certain taxes under the Company's Stock Withholding Arrangement.

**Reporting Owners**

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

**Signatures**

By Angela Hilt, Attorney-in-Fact for **Signature of Reporting Person**  
8/20/2014 **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).


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.