

FORM 4

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

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subject to Section 16. Form 4 or
Form 5 obligations may
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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)		
Willoughby Dawn C			CLOROX CO /DE/ [CLX]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP-COO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
1221 BROADWAY			12/17/2018			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)					
OAKLAND, CA 94612-1888								
(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	12/17/2018		M	(1)	11550.0000	A	\$72.1100	28244.0000	D	
Common Stock	12/17/2018		M	(1)	8829.0000	A	\$84.4500	37073.0000	D	
Common Stock	12/17/2018		M	(1)	6830.0000	A	\$74.0900	43903.0000	D	
Common Stock	12/17/2018		S	(1)	600.0000	D	\$164.1242 (2)	43303.0000	D	
Common Stock	12/17/2018		S	(1)	800.0000	D	\$163.4725 (3)	42503.0000	D	
Common Stock	12/17/2018		S	(1)	1300.0000	D	\$162.4738 (4)	41203.0000	D	
Common Stock	12/17/2018		S	(1)	2100.0000	D	\$159.4071 (5)	39103.0000	D	
Common Stock	12/17/2018		S	(1)	2406.0000	D	\$157.9023 (6)	36697.0000	D	
Common Stock	12/17/2018		S	(1)	9011.0000	D	\$161.1569 (7)	27686.0000	D	
Common Stock	12/17/2018		S	(1)	9100.0000	D	\$160.5102 (8)	18586.0000	D	
Common Stock								930.0000	I	By Trust

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)	\$74.0900	12/17/2018		M		6830.0000		1/2/2014	1/2/2023	Common Stock	6830.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$72.1100	12/17/2018		M		11550.0000		9/11/2013	9/11/2022	Common Stock	11550.0000	\$0.0000	0.0000	D	
Stock Option (Right to Buy)	\$84.4500	12/17/2018		M		8829.0000		9/17/2014	9/17/2023	Common Stock	8829.0000	\$0.0000	11661.0000	D	

Explanation of Responses:

- Transaction executed pursuant to a pre-planned trading program adopted by reporting person on September 5, 2018, in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934.
- This transaction was executed in multiple trades at prices ranging from \$163.93 to \$164.25. 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.
- This transaction was executed in multiple trades at prices ranging from \$162.89 to \$163.88. 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.
- This transaction was executed in multiple trades at prices ranging from \$161.88 to \$162.85. 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) This transaction was executed in multiple trades at prices ranging from \$158.76 to \$159.75. 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.
- (6) This transaction was executed in multiple trades at prices ranging from \$157.56 to \$158.47. 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.
- (7) This transaction was executed in multiple trades at prices ranging from \$160.85 to \$161.79. 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.
- (8) This transaction was executed in multiple trades at prices ranging from \$159.84 to \$160.84. 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.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Willoughby Dawn C 1221 BROADWAY OAKLAND, CA 94612-1888			EVP-COO	

Signatures

By Cheryl Brice, Attorney-in-Fact for

12/19/2018

****** 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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