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CHURCH & DWIGHT CO INC /DE/

Form 8-K

November 03, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
Commission File Number 1-10585

Date of the report (Date of earliest event reported): November 3, 2003

CHURCH & DWIGHT CO., INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction or Incorporation)

13-4996950
(I.R.S. Employer Identification No.)

469 North Harrison Street, Princeton, New Jersey
(Address of Principal Executive Offices)

08543
(Zip Code)

Registrant's telephone number, including area code: (609) 683-5900

N/A
(Former Name or Former Address, if Changed Since Last Report)

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ITEM 5. OTHER EVENTS

On November 3, 2003, Church & Dwight Co., Inc. ("Company") issued a press release relating to earnings for the quarter ended September 26, 2003 and the Company's investor and analyst conference to be held on Monday, November 3, 2003.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit 99 Press Release by the Company dated November 3, 2003.

ITEM 9. REGULATION FD DISCLOSURE

The following information is furnished by Church & Dwight Co., Inc. (the "Company") pursuant to Item 12. "Disclosure of Results of Operations and Financial Condition."

On November 3, 2003, the Company issued a press release announcing its financial results for the third quarter of 2003. The press release is set forth in the attached Exhibit 99.

Exhibit 99 includes references to earnings before interest, taxes, depreciation and amortization ("EBITDA"). A reconciliation of EBITDA to net cash provided by (used in) operating activities, the most directly comparable financial measure calculated and presented in accordance with generally accepted accounting principles in the United States ("GAAP"), is also provided in the exhibit.

Management believes that the presentation of EBITDA, a non-GAAP financial measure, is useful because it allows investors and management to evaluate and Compare the Company's liquidity in a more meaningful manner. In addition, EBITDA is a required component of the financial covenants contained in the Company's credit facility.

Exhibit 99 also includes references to adjusted net income. A reconciliation of net income to adjusted net income is provided in the exhibit.

Management believes that the presentation of adjusted net income is useful because it allows investors and management to evaluate and compare the performance of the Company in a more meaningful manner by adjusting for non-recurring items.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registration has duly caused this Current Report to be signed on its behalf by the undersigned hereunto duly authorized.

CHURCH & DWIGHT CO., INC.
a Delaware Corporation

Date: November 3, 2003

By: /s/ Robert A. Davies III

Robert A. Davies III
Chief Executive Officer

