SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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|---|--------------------------|-----|
| l | hours per response: | 0.5 |
| | Estimated average burden | |

| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol COLGATE PALMOLIVE CO [CL] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|--|--------|--|--|-----------------------------------|-----------------|--|--|--|
| MARK REU | BEN | | | X | Director | 10% Owner | | | |
| | | | | | Officer (give title | Other (specify | | | |
| (Last) | K REUBEN (First) (Middle) LGATE-PALMOLIVE COMPANY RK AVENUE | | 3. Date of Earliest Transaction (Month/Day/Year) 07/23/2007 | | below) | below) | | | |
| C/O COLGATE | -PALMOLIVE CO | OMPANY | 0772572007 | | | | | | |
| 300 PARK AVE | NUE | | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applica Line) | | | | | |
| (Street) | | | | X | Form filed by One Rep | oorting Person | | | |
| NEW YORK | NY | 10022 | | | Form filed by More that Person | n One Reporting | | | |
| (City) | (State) | (Zip) | | | | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|------------------------------|---|--------|---------------|---------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 07/23/2007 | | M ⁽¹⁾ | | 18,119 | A | (1) | 6,350,579 | D | |
| Common Stock | 07/23/2007 | | F ⁽²⁾ | | 7,673 | D | \$64.85 | 6,342,906 | D | |
| Common Stock | | | | | | | | 126,066 | I | By Issuer's 401(k) Plan Trustee |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | - | | | | | | - | | | | | | | | |
|--|---|--|---|------------------------------|---|-----|---------|--|--------------------|---|--|---|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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: 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 | | | | |
| Series B Convertible Preference Stock Units | (1) | 07/23/2007 | | М | | | 2,264.9 | (1) | (1) | Common Stock | 18,119 | (1) | 0 | D | |

Explanation of Responses:

1. Settlement upon Mr. Mark's retirement of Series B Convertible Preference Stock units granted to him over time under the Supplemental Savings and Investment Plan of the Company. Each Series B Convertible Preference Stock unit, like the Series B Convertible Preference Stock held by employees under the Company's qualified savings plan, is the economic equivalent of 8 shares of common stock and is settled in the form of common stock.

2. Withholding of shares to pay taxes due in connection with the settlement of the Series B Convertible Preference Stock units.

Remarks:

Nina D. Gillman by power of

<u>attorney</u>

07/25/2007

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.

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 Number.