SEC Form 4

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
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	1. Name and Addres	1 0	on*	2. Issuer Name and Ticker or Trading Symbol <u>COLGATE PALMOLIVE CO</u> [CL]		tionship of Reporting Per all applicable) Director	son(s) to Issuer 10% Owner		
					X	Officer (give title	Other (specify		
	(Last)) (First) (Mid	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)		
	C/O COLGATE-PALMOLIVE COMPANY			09/07/2006		Sr VP, Gen Counsel & Secretary			
	300 PARK AVE	NUE							
				4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
HE (Las C/C 300 (Stre NE'	(Street)		10022		Line)				
	NEW YORK	NY				Form filed by One Rep	orting Person		
						Form filed by More tha 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. Transaction Code (Instr. 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 (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	09/07/2006		A ⁽¹⁾		3,156	A	\$ <mark>0</mark>	167,598	D	
Common Stock	09/07/2006		A ⁽²⁾		3,000	A	\$ <mark>0</mark>	170,598	D	
Common Stock								3,761	Ι	By Son

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

	(e.g., puis, cais, 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)				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				
Stock Option (Right to Buy)	\$60.68	09/07/2006		A ⁽³⁾		56,800		09/07/2007 ⁽⁴⁾	09/07/2012	Common Stock	56,800	\$0	56,800	D	

Explanation of Responses:

1. Annual restricted stock award granted under the issuer's Executive Incentive Compensation Plan.

2. Restricted stock award granted under the issuer's Executive Incentive Compensation Plan

3. Annual Stock Option granted under the issuer's 2005 Employee Stock Option Plan.

4. Option becomes exercisable in one-third increments on each anniversary date, with the first third becoming exercisable on the date shown in this column.

Remarks:

Nina D. Gillman by power of

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** Signature of Reporting Person Date

09/11/2006

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.

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.