| SEC Form 4 |
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FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| | Form 4 or Form 5 y continue. <i>See</i>). | | 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 | | hours per res | - | 0.5 |
|-------------------------------------|--|------------------------|--|-----------------------|---|---------------|---|-----|
| 1. Name and Addr Wallace Noe | | Person* | 2. Issuer Name and Ticker or Trading Symbol <u>COLGATE PALMOLIVE CO</u> [CL] | (Checl | ationship of F k all applicab Director Officer (gi | le) | son(s) to Issuer 10% Owner Other (spec | r |
| (Last) C/O COLGAT 300 PARK AV | | (Middle) /E COMPANY | 3. Date of Earliest Transaction (Month/Day/Year) 02/18/2021 | X | below) | an, Presider | below) | , |
| (Street) NEW YORK | NY | 10022 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) X | Form filed | by One Repo | g (Check Applic orting Person o One Reporting | |
| (City) | (State) | (Zip) | | 1 | | | | |

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 | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | |
|---------------------------------|--|---|---|---|--------|---------------|----------|---|---|---|--|--|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | |
| Common Stock | 02/18/2021 | | A ⁽¹⁾ | | 28,297 | A | \$0.0000 | 231,795 | D | | | |
| Common Stock | 02/18/2021 | | S ⁽²⁾ | | 17 | D | \$78.25 | 231,778 | D | | | |
| Common Stock | | | | | | | | 47,912 | I | By Issuer's 401(k) Plan Trustee | | |
| Common Stock | | | | | | | | 335 | Ι | By Trust | | |

| | 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) | | | vative rities lired r osed) r. 3, 4 | 6. Date Exerc Expiration Da (Month/Day/Y | 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 | | | | |

Explanation of Responses:

1. Restricted stock unit award granted under the issuer's incentive compensation plan.

2. Sale of shares with proceeds delivered to the issuer for payment of tax liability incident to the vesting of incremental dividend equivalent units earned in connection with the issuer's most recent dividend payment. This transaction was effected pursuant to a Rule 10b5-1 trading plan.

<u>/s/ Kristine Hutchinson,</u>

Attorney-in-Fact

02/22/2021

** 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.

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.