

Pricing Supplement No. 18 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$10,000,000 Trade Date: May 11, 1995

Issue Price: 100% Original Issue Date: May 18, 1995

Interest Rate: 7.09% Net Proceeds to Issuer: \$9,937,500

Stated Maturity Date: May 18, 2005 Agent's Discount or Commission: \$62,500

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 18, 2005
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.
Initial Redemption Date: _____
Initial Redemption Percentage: _____ %
Annual Redemption Percentage Reduction: _____ % until _____
Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.
Optional Repayment Date(s): _____
Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: Yes No

Total amount of OID:

Yield to Maturity:

Initial Accrual Period:

Form: Book-entry Certified

Agent acting in the capacity indicated below:

Agent Principal

If as Principal: N/A

The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

X Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

Merrill Lynch & Co.

J.P. Morgan Securities Inc.

Pricing Supplement No. 19 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$20,000,000 Trade Date: May 11, 1995

Issue Price: 99.644% Original Issue Date: May 18, 1995

Interest Rate: 7.60% Net Proceeds to Issuer: \$19,778,800

Stated Maturity Date: May 19, 2025 Agent's Discount or Commission: \$150,000

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 19, 2025
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: Yes No

Total amount of OID: \$71,200

Yield to Maturity: 7.63%

Initial Accrual Period: May 18, 1995 to Dec. 1, 1995

Form: Book-entry Certified

Agent acting in the capacity indicated below:

Agent Principal

If as Principal: N/A

The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 99.644% of principal amount.

Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

X Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

Merrill Lynch & Co.

J.P. Morgan Securities Inc.

Pricing Supplement No. 20 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$10,000,000 Trade Date: May 11, 1995

Issue Price: 100% Original Issue Date: May 18, 1995

Interest Rate: 7.09% Net Proceeds to Issuer: \$9,937,500

Stated Maturity Date: May 18, 2025 Agent's Discount or Commission: \$62,500

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 18, 2005
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: [] Yes [X] No

Total amount of OID:

Yield to Maturity:

Initial Accrual Period:

Form: [X] Book-entry [] Certified

Agent acting in the capacity indicated below:

[X] Agent [] Principal

If as Principal: N/A

[] The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

[] The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

[] Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

X Merrill Lynch & Co.

J.P. Morgan Securities Inc.

Pricing Supplement No. 21 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$20,000,000 Trade Date: May 11, 1995

Issue Price: 99.644% Original Issue Date: May 18, 1995

Interest Rate: 7.60% Net Proceeds to Issuer: \$19,778,800

Stated Maturity Date: May 19, 2025 Agent's Discount or Commission: \$150,000

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 19, 2025
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: Yes No

Total amount of OID: \$71,200

Yield to Maturity: 7.63%

Initial Accrual Period: May 18, 1995 to Dec. 1, 1995

Form: Book-entry Certified

Agent acting in the capacity indicated below:

Agent Principal

If as Principal: N/A

The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 99.644% of principal amount.

Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

X Merrill Lynch & Co.

J.P. Morgan Securities Inc.

Pricing Supplement No. 22 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$10,000,000 Trade Date: May 11, 1995

Issue Price: 100% Original Issue Date: May 18, 1995

Interest Rate: 7.09% Net Proceeds to Issuer: \$9,937,500

Stated Maturity Date: May 18, 2005 Agent's Discount or Commission: \$62,500

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 18, 2005
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: [] Yes [X] No

Total amount of OID:

Yield to Maturity:

Initial Accrual Period:

Form: [X] Book-entry [] Certified

Agent acting in the capacity indicated below:

[X] Agent [] Principal

If as Principal: N/A

[] The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

[] The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

[] Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

Merrill Lynch & Co.

X J.P. Morgan Securities Inc.

Pricing Supplement No. 23 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$20,000,000 Trade Date: May 11, 1995

Issue Price: 99.644% Original Issue Date: May 18, 1995

Interest Rate: 7.60% Net Proceeds to Issuer: \$19,778,800

Stated Maturity Date: May 19, 2025 Agent's Discount or Commission: \$150,000

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 19, 2025
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: Yes No

Total amount of OID: \$71,200

Yield to Maturity: 7.63%

Initial Accrual Period: May 18, 1995 to Dec. 1, 1995

Form: Book-entry Certified

Agent acting in the capacity indicated below:

Agent Principal

If as Principal: N/A

The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 99.644% of principal amount.

Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

Merrill Lynch & Co.

X J.P. Morgan Securities Inc.

Pricing Supplement No. 24 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$10,000,000 Trade Date: May 11, 1995

Issue Price: 100% Original Issue Date: May 18, 1995

Interest Rate: 7.09% Net Proceeds to Issuer: \$9,937,500

Stated Maturity Date: May 18, 2005 Agent's Discount or Commission: \$62,500

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 18, 2005
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: [] Yes [X] No

Total amount of OID:

Yield to Maturity:

Initial Accrual Period:

Form: [X] Book-entry [] Certified

Agent acting in the capacity indicated below:

[X] Agent [] Principal

If as Principal: N/A

[] The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

[] The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

[] Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

X Goldman, Sachs & Co.

Lazard Freres & Co.

Merrill Lynch & Co.

J.P. Morgan Securities Inc.

Pricing Supplement No. 25 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$20,000,000 Trade Date: May 11, 1995

Issue Price: 99.644% Original Issue Date: May 18, 1995

Interest Rate: 7.60% Net Proceeds to Issuer: \$19,778,800

Stated Maturity Date: May 19, 2025 Agent's Discount or Commission: \$150,000

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 19, 2025
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: Yes No

Total amount of OID: \$71,200

Yield to Maturity: 7.63%

Initial Accrual Period: May 18, 1995 to Dec. 1, 1995

Form: Book-entry Certified

Agent acting in the capacity indicated below:

Agent Principal

If as Principal: N/A

The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 99.644% of principal amount.

Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

Goldman, Sachs & Co.

Lazard Freres & Co.

Merrill Lynch & Co.

J.P. Morgan Securities Inc.

Pricing Supplement No. 26 dated May 15, 1995
(To Prospectus dated May 12, 1994
and Prospectus Supplement dated May 12, 1994)

Rule 424(B)(5)
File No. 33-78424
File No. 33-48840

Colgate-Palmolive Company

Medium-term Notes - Fixed Rate
Series B

Principal Amount \$50,000,000 Trade Date: May 11, 1995

Issue Price: 100% Original Issue Date: May 18, 1995

Interest Rate: 7.60% Net Proceeds to Issuer: \$49,625,000

Stated Maturity Date: May 19, 2025 Agent's Discount or Commission: \$375,000

Interest Payment Dates: June 1, December 1

Day Count Convention:

- 30 / 360 for the period from May 18, 1995 to May 19, 2025
 Actual / 360 for the period from _____ to _____
 Actual / Actual for the period from _____ to _____

Redemption:

- The Notes cannot be redeemed prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes may be redeemed prior to the Stated Maturity Date.

Initial Redemption Date: _____

Initial Redemption Percentage: _____ %

Annual Redemption Percentage Reduction: _____ % until _____

Redemption Percentage is 100% of the principal amount.

Optional Repayment:

- The Notes cannot be repaid prior to the Stated Maturity Date, except as set forth in the Prospectus.
 The Notes can be repaid prior to the Stated Maturity Date at the option of the holder of the Notes.

Optional Repayment Date(s): _____

Repayment Price: _____ %

Currency:

Specified Currency: US Dollars

(If other than US Dollars, see attached.)

Minimum Denomination: _____

(Applicable only if Specified Currency is other than US Dollars.)

Original Issue Discount: [] Yes [X] No

Total amount of OID:

Yield to Maturity:

Initial Accrual Period:

Form: [] Book-entry [X] Certified

Agent acting in the capacity indicated below:

[X] Agent [] Principal

If as Principal: N/A

[] The Notes are being offered at varying prices related to prevailing market prices at the time of resale.

[] The Notes are being offered at a fixed initial public offering price of _____ % of principal amount.

If as Agent:

The Notes are being offered at a fixed initial public offering price of 100% of principal amount.

[] Other Provisions: (see attached)

USE OF PROCEEDS

Unless otherwise indicated in an applicable Prospectus Supplement, the net proceeds from the sale of the Debt Securities will be used by the Company as follows: (i) approximately \$500,000,000 will be used to retire commercial paper which was issued by the Company to repay commercial bank borrowings incurred in connection with the Company's acquisition of the worldwide Kolynos oral care business from American Home Products Corporation on January 10, 1995, and (ii) the balance will be used for general corporate purposes, which may include repayment or reduction of indebtedness, working capital and acquisitions. As of March 31, 1995, the Company's outstanding commercial paper had a weighted average interest rate 6.15% with maturities ranging from 3 to 90 days.

Citicorp Securities, Inc.

Goldman, Sachs & Co.

X Lazard Freres & Co.

Merrill Lynch & Co.

J.P. Morgan Securities Inc.