SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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. Name and Address of Reporting Person [*] <u>Massey Sally</u>			Requiring (Month/Da	2. Date of Event Requiring Statement (Month/Day/Year) 07/01/2020 3. Issuer Name and Ticker or Trading Symbol COLGATE PALMOLIVE CO [CL]							
(Last) C/O COLO COMPAN	(First) GATE-PALMC Y	(Middle) DLIVE			4. Relationship of Reporting Issuer (Check all applicable) Director	Person(s) to			 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting 		
300 PARK	AVENUE				X Officer (give title below)	below)	Other (specify below)				
(Street) NEW NY 10022 YORK					Chief Human Reso	urces Off	rces Officer		X Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	3. Owne Form: D (D) or Ir (I) (Instr	irect Ownership (Instr. 5) direct				
Common Stock					5,224)				
Common Stock				6,448	I	By Issuer's 401(k) Pla		k) Plan Trustee			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
E (1			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)	
Stock Option (Right to Buy)		(1)	09/10/2021	Common Stock	6,336	61.93		D			
Stock Option (Right to Buy)		(2)	09/13/2024	Common Stock	17,239	68.16		D			
Stock Option (Right to Buy)		(3)	09/12/2027	Common Stock	18,341	72.29		D			
Stock Option (Right to Buy)		(4)	09/08/2022	Common Stock	11,465	72.99		D			
Stock Option (Right to Buy)		(5)	09/25/2023	Common Stock	14,594	73 D		D			

Explanation of Responses:

1. Option became exercisable in one-third increments beginning on the first anniversary of the September 10, 2015 grant date.

2. Option became exercisable in one-third increments beginning on the first anniversary of the September 13, 2018 grant date.

3. Option becomes exercisable in one-third increments beginning on the first anniversary of the September 12, 2019 grant date.

4. Option became exercisable in one-third increments beginning on the first anniversary of the September 8, 2016 grant date.

5. Option became exercisable in one-third increments beginning on the first anniversary of the September 25, 2017 grant date.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Kristine Hutchinson,

<u>Attorney-in-Fact</u> ** Signature of Reporting Person

07/08/2020

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 5 (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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Jennifer Daniels, Nina Huffman, Kristine Hutchinson, Rebecca Weinstein and Lauren Lipson, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

(1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;

(2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Colgate-Palmolive Company (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such forms with the SEC and any stock exchange or similar authority; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 10 day of June, 2020.

/s/ Sally Massey Sally Massey