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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 burde | en        |  |  |  |  |  |  |  |  |
| hours per response:     | 0.5       |  |  |  |  |  |  |  |  |

| 1 I Marie and Address of Reporting Leson                                    |               | n*       | 2. Issuer Name and Ticker or Trading Symbol <u>COLGATE PALMOLIVE CO</u> [ CL ] |                   | tionship of Reporting Person<br>all applicable)<br>Director | n(s) to Issuer<br>10% Owner |  |  |
|---|---------------|----------|--|-------------------|---|-----------------------------|--|--|
|   |               |          |  | ~                 |   |                             |  |  |
| (Last) (First) (Middle)<br>C/O COLGATE-PALMOLIVE COMPANY<br>300 PARK AVENUE |               | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/01/2013                 |                   | Officer (give title below)                                  | Other (specify below)       |  |  |
| C/O COLGATE   | -PALMOLIVE CC | MPANY    | 04/01/2013   |                   |   |                             |  |  |
| 300 DA DK AVE   |               |          |  |                   |   |                             |  |  |
|   |               |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       | 6. Indiv<br>Line) | ividual or Joint/Group Filing (Check Applicable             |                             |  |  |
| (Street)  |               |          |  | X                 | Form filed by One Report                                    | ing Person                  |  |  |
| NEW YORK  | NY            | 10022    |  |                   | Form filed by More than C<br>Person                         | One Reporting               |  |  |
| (City)  | (State)       | (Zip)    |  |                   |   |                             |  |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities<br>Disposed Of |               |            | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------------------|---|------------------------------|---------------|------------|---|---|---|
|                                 |  |   | Code                         | v | Amount                       | (A) or<br>(D) | Price      | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130.4)  |
| Common Stock                    | 04/01/2013                                 |   | A <sup>(1)</sup>             |   | 54                           | A             | \$114.8335 | 7,517   | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr | Derivative (Month/Day/Year)<br>Securities<br>Acquired<br>(A) or<br>Disposed |                     | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) | of Indirect<br>Beneficial<br>Ownership |
|---|---|--|---|------------------------------|---|--|---|---------------------|---|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A)  | ,<br>(D)  | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

1. Portion of annual cash retainer deferred to a stock unit account pursuant to the Deferred Compensation Plan for Non-Employee Directors.

**Remarks:** 

#### /s/ Nina Huffman, Attorney-in-04/03/2013

Fact

\*\* 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.