FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| n, D.C. 20549 | OMB APPROVAL |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* MOISON FRANCK J (Last) (First) (Middle) C/O COLGATE-PALMOLIVE COMPANY | | | | | | | | | | | | | | | | all app Direct Offict below | olicable) etor er (give title v) | | Owner r (specify v) |
|---|---|--|--|-------------|---|---|----------|-------------------------------------|------------------------------------|------------|---|--------------------------------|-----------------|---------|--------------------------|--|---|--|--|
| 300 PAR (Street) NEW YO | K AVENUI | E Y 1 | 10022 | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Indiv ₋ine) X | dividual or Joint/Group Filing (Check Applicable | | | |
| (City) | (5) | | Zip) | n-Deriv | ative | Se | curitie | s Acc | uired | Die | nosed o | of o | r Ren | ofic: | ially | Owne | | | |
| 1. Title of Security (Instr. 3) 2. Tra | | | 2. Transa Date | Transaction | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. 4. Transaction D Code (Instr. 5) | | 4. Securit | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5) | | | | 5. Ame Secur Benef | ount of ities icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | v | Amount | | (A) or (D) | Pric | Tra | | action(s) 3 and 4) | | (11150.4) |
| Common | Common Stock | | | 09/08 | 09/08/2008 | | | | F ⁽¹⁾ | | 1,260 | | D | \$79.25 | | 57,990 | | D | |
| Common Stock | | | | | | | | | | | | | | | | | 1,189 | I | By Issuer's 401(k) Plan Trustee |
| | | Та | | | | | | | | | sed of, onvertib | | | | | vned | | , | • |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | n Date Exec e (Month/Day/Year) if any | 3A. Deem Execution if any (Month/Da | Date, | 4. Transaction Code (Instr. B) | | າ of E | | 6. Date E Expiratio (Month/D | n Date | | r) Amo Secu Undo Deri | | str. 3 | | vative (urity S | 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) | | Date Exercisa | | Expiration | Title | or Nui of | nber | | | | | |

Explanation of Responses:

1. Payment of tax liability by withholding shares of stock from award of restricted shares vesting under the issuer's stockholder-approved Executive Incentive Compensation Plan. The overall net effect of the vesting of restricted shares, after the withholding of shares to pay income taxes associated with such vesting reported on this Form, was to increase Mr. Moison's non-restricted holdings (i.e., common shares held outright) of Colgate stock.

Remarks:

Nina D. Gillman by power of attorney

09/10/2008

** 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.