Instruction 1(b).

## FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP

OMB APPRO	OVAL							
OMB Number:	3235-0362							
Estimated average burden								
hours per response:	1.0							

oldings Repo	rted.															
ransactions R	eported.	File														
Name and Address of Reporting Person*     COOK IAN M				2. Issuer Name and Ticker or Trading Symbol  COLGATE PALMOLIVE CO [ CL ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) C/O COLGATE-PALMOLIVE COMPANY 300 PARK AVENUE				3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012					Year)	X Officer (give title below) Chairman, Presid				belo	′	
(Street) NEW YORK NY 10022				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(State) (Zip)																
	Table	e I - Non-Deriv	ative Sec	uritie	s Ac	quire	ed, Di	sposed	of, or	Benefici	ally	Owne	ed			
Date			2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		n Of (D) (Instr. 3, 4 and 5)				Securiti Benefic		es ally	6. Ownership Form: Direct (D) or		7. Nature of Indirect Beneficial Ownership
							Amoui	nt	(A) or (D) Price		Issuer's Fiscal Year (Instr. 3 and 4)			Indirect (I) (Instr. 4)		(Instr. 4)
Common Stock					G <sup>(1)</sup>		53	,443	D	<b>\$0</b> <sup>(1)</sup>		486,550			D	
Common Stock												47	,641		I	GRAT <sup>(2)</sup>
Common Stock												49,580			I	By Issuer's 401(k) Plan Trustee
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Deriv Secul Acqu (A) or Dispo of (D) (Instr and 5	ative rities ired osed . 3, 4	Expir (Mon	oiration Date onth/Day/Year)		Amount of Securities Underlying Derivative Security (Instr. and 4)  Amou or Numb of		Derivative Security (Instr. 5) Benefici Owned Followir Reporte Transac		derivative Securities Beneficial Owned Following Reported	ly	Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
	Address of FAN M  (Fir. GATE-PAL AVENUE)  RK NY  (Statement of Statement of Stateme	(First) (I GATE-PALMOLIVE COM AVENUE  RK NY 1  (State) (2  Table  urity (Instr. 3)  tock  tock  tock  tock  Ta  2. Conversion or Exercise Price of Derivative  (Month/Day/Year)	Address of Reporting Person* AN M  (First) (Middle)  GATE-PALMOLIVE COMPANY  AVENUE  (State) (Zip)  Table I - Non-Derivate (Month/Day/Year)  tock  Table II - Derivate (e.g., price of Derivative (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)	Address of Reporting Person* AN M  (First) (Middle)  GATE-PALMOLIVE COMPANY  AVENUE  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (E.g., puts, calls, or code (Instr. 8)  2. Transaction Date (Month/Day/Year)  (E.g., puts, calls, or code (Instr. 8)  2. Transaction Date (Month/Day/Year)  (E.g., puts, calls, or code (Instr. 8)	Address of Reporting Person* AN M  (First) (Middle)  GATE-PALMOLIVE COMPANY  AVENUE  Table I - Non-Derivative Securities (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year))	Address of Reporting Person*  AN M  (First) (Middle)  GATE-PALMOLIVE COMPANY  AVENUE  Table I - Non-Derivative Securities Acquiret (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, por Exercise Price of Derivative Securities  Acquiret (Month/Day/Year)  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, and fir any (Month/Day/Year)  (Month/Day/Year)  A. 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Number of Derivative Securities Acque (e.g., puts, calls, warrants, and fir any (Month/Day/Year)  Derivative Securities Acque (A) or Disposed of (D) (Instr. 3, 4 and 5)	Address of Reporting Person* AN M  (First) (Middle) GATE-PALMOLIVE COMPANY AVENUE  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Exercise Perivative Security  Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Exercise Perivative Security  Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Exercise Perivative Security  AND  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option of Exercise Perivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date	Filed pursuant to Section 16(a) of the Secur or Section 30(h) of the Investment Concession of Transaction of Section 30(h) of the Investment Concession of Transaction of Section 30(h) of the Investment Concession of Transaction of Section 30(h) of Investment Concession of Transaction of Section 30	Address of Reporting Person* AN M  (First) (Middle) GATE-PALMOLIVE COMPANY AVENUE  Table I - Non-Derivative Securities Acquired, Disposed (Month/Day/Year)  (State) (Zip)  Table I - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, converting (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Derivative Securities Acquir	Filed pursuant to Section 16(a) of the Securities Exchange Act or Section 30(h) of the Investment Company Act of 194  Address of Reporting Person*  AN M  (First) (Middle)  GATE-PALMOLIVE COMPANY  AVENUE  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Original Filed (Month/Day/Year)  (A) or Original Filed (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Original Filed (Month/Day/Year)  (A) or Original Filed (Morth/Day/Year)  (A) or Original Filed (Month/Day/Year)  (A) or Ori	Address of Reported.  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940  Address of Reporting Person*  AN M  (First) (Middle)  GATE-PALMOLIVE COMPANY  AVENUE  AVENUE  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Derivative Securities (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Derivative Securities (e.g., puts, calls, warrants, options, convertible Securities)  Table II - Derivative Securities (e.g., puts, calls, warrants, options, convertible Securities)  Table II - Derivative Securities (e.g., puts, calls, warrants, options, convertible Securities)  Table II - Derivative Securities (e.g., puts, calls, warrants, options, convertible Securities)  Table II - Derivative Securities (e.g., puts, calls, warrants, options, cancer (e.g., puts, calls, warrants, options, cancer (e.g., puts, calls, warrants,	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940  Address of Reporting Person*  AN M  (First) (Middle)  SATE-PALMOLIVE COMPANY  AVENUE  A. If Amendment, Date of Original Filed (Month/Day/Year)  A. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (Month/Day/Year)  Annount (A) or Price (Instr. 4) (A) or Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (Month/Day/Year)  Annount (A) or Price (Instr. 4) (A) or Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (Month/Day/Year)  Annount (A) or Price (Instr. 4) (A) or Disposed of, or Beneficially Of (O) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (Month/Day/Year)  Annount (Instruction Date	Address of Reporting Person* ALN M  Check all apparent (First) (Middle)  GATE-PALMOLIVE COMPANY AVENUE  ALI Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. Month/Day/Year)  (State) (Zip)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. Month/Day/Year)  (Ce.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. Month/Day/Year)  (Ce.g., puts, calls, warrants, options, convertible securities)  Amount (A) or Disposed of, or Beneficially Owned (Instr. Month/Day/Year)  (Ce.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Instr. Month/Day/Year)  (Coversion Date (Instr. Month/Day/Year)	Anddress of Reporting Person* AN M  (First) (Middle) (First) (Middle) (First) (Middle) (SATE-PALMOLIVE COMPANY AVENUE  4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned urity (Instr. 3)  2. 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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 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of the Investment Company Act of 1934 or Section 30(h) of Inv	Anddress of Reporting Person' AN M  Circle (Rist) (Middle) (First) (Middle

## **Explanation of Responses:**

- 1. Bona fide gift.
- 2. These shares were previously reported as directly beneficially owned but were contributed to a grantor retained annuity trust on August 10, 2012.

## Remarks:

s/ Joyce McCarthy, Attorneyin-Fact

02/14/2013

\*\* 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.