| SEC F | orm 4 |
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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           |           |  |  |  |  |  |  |  |  |  |
|------------------------|-----------|--|--|--|--|--|--|--|--|--|
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| hours per response.    | 05        |  |  |  |  |  |  |  |  |  |

| Samuel Derrick E   (Last) (First) (Middle) |  | n*             | 2. Issuer Name and Ticker or Trading Symbol<br><u>COLGATE PALMOLIVE CO</u> [ CL ] |                        | tionship of Reporting Pers<br>all applicable)<br>Director<br>Officer (give title           | on(s) to Issuer<br>10% Owner<br>Other (specify |  |
|--|--|----------------|---|------------------------|--|--|--|
|  |  | ,              | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/03/2008                    |                        | below)<br>Pres. Global Tech  | below)<br>hnology                              |  |
| (Street)<br>NEW YORK NY 10022              |  | 10022<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                          | 6. Indiv<br>Line)<br>X | idual or Joint/Group Filing<br>Form filed by One Repo<br>Form filed by More than<br>Person | orting Person                                  |  |

#### 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) | Transaction<br>Code (Instr. |   |        |                      |           | 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 | Amount (A) or<br>(D) |           | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |  |
| Common Stock                           | 03/03/2008                                 |   | F <sup>(1)</sup>            |   | 338    | D                    | \$76.84   | 24,989  | D   |   |  |
| Common Stock                           | 03/04/2008                                 |   | <b>S</b> <sup>(2)</sup>     |   | 85     | D                    | \$76.4878 | 24,904  | D   |   |  |
| Common Stock                           |  |   |                             |   |        |                      |           | 685   | I   | By<br>Issuer's<br>401(k)<br>Plan<br>Trustee                       |  |

# 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 Expiration Date<br>Derivative (Month/Day/Year)<br>Securities<br>Acquired<br>(A) or |     | 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) |  |  |
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable   | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares   |  |  |  |  |

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 and sale of shares to pay income taxes associated with such vesting reported on this Form, was to increase Mr. Samuel's non-restricted holdings (i.e., common shares held outright) of Colgate stock.

2. Sale of shares (with proceeds delivered to the Company) for payment of tax liability above minimum required statutory withholding (but not in excess of full applicable statutory tax rates) resulting from vesting of award of restricted shares under the Company's stockholder-approved Executive Incentive Compensation Plan. The overall net effect of the vesting of restricted shares, after the withholding and sale of shares to pay income taxes associated with such vesting reported on this Form, was to increase Mr. Samuel's non-restricted holdings (i.e., shares held outright) of Colgate common stock.

**Remarks:** 

## <u>Nina D. Gillman by power of</u>

<u>attorney</u>

03/05/2008

\*\* 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.