Section 240.14a-101 Schedule 14A.
Information required in proxy statement.
Schedule 14A Information
Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934
(Amendment No.)

Filed by the Registrant [X]
Filed by a party other than the Registrant [ ]
Check the appropriate box:
[ ] Preliminary Proxy Statement
[ ] Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
[X] Definitive Proxy Statement
[ ] Definitive Additional Materials
[ ] Soliciting Material Pursuant to Section 240.14a-11(c) or Section 240.14a-12

Colgate-Palmolive Company
....
(Name of Registrant as Specified In Its Charter)

....
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):
[X] No fee required
[ ] Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11

(1) Title of each class of securities to which transaction applies:

....

(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

....

(5) Total fee paid:

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[ ] Fee paid previously with preliminary materials.
[ ] Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

....

(2) Form, Schedule or Registration Statement No.:

....

(3) Filing Party:

....

(4) Date Filed:

....

[COLGATE-PALMOLIVE COMPANY LOGO]

MARCH 28, 2001

Dear Fellow Colgate Stockholder:

You are cordially invited to attend our Annual Meeting of Stockholders on Thursday, May 10, 2001, at 10:00 a.m. in the Broadway Ballroom of the Marriott Marquis Hotel, 1535 Broadway, between 45th and 46th Streets, New York, New York 10036.

At the meeting, we will ask you to elect the Board of Directors, ratify the selection of auditors and consider a stockholder proposal. We will also review the progress of the Company during the past year and answer your questions.

This booklet includes the Notice of Annual Meeting and Proxy Statement. The Proxy Statement describes the business we will conduct at the meeting and provides information about the Company that you should consider when you vote your shares.

IT IS IMPORTANT THAT YOUR STOCK BE REPRESENTED AT THE MEETING. WHETHER OR NOT YOU PLAN TO ATTEND THE MEETING IN PERSON, WE HOPE THAT YOU WILL VOTE ON THE MATTERS TO BE CONSIDERED BY FOLLOWING THE INSTRUCTIONS ON THE ENCLOSED PROXY CARD. BEGINNING THIS YEAR, YOU MAY VOTE YOUR PROXY BY TELEPHONE, INTERNET OR MAIL.

Very truly yours,

Reuben Mark	William S. Shanahan
Reuben Mark	William S. Shanahan
Chairman of the Board and Chief Executive Officer	President

[COLGATE-PALMOLIVE COMPANY LOGO]

MARCH 28, 2001

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

The 2001 Annual Meeting of Stockholders of Colgate-Palmolive Company will be held in the Broadway Ballroom of the Marriott Marquis Hotel, 1535 Broadway, between 45th and 46th Streets, New York, New York 10036, on Thursday, May 10, 2001, at 10:00 a.m., for the following purposes:

1. To elect the Board of Directors;

2. To ratify the selection of Arthur Andersen LLP as the Company's independent public accountants for 2001;

3. To consider a stockholder proposal; and

4. To consider and act upon such other business as may properly come before the meeting.

Stockholders of record at the close of business on March 12, 2001 are entitled to vote at the Annual Meeting.

YOUR VOTE IS IMPORTANT. WE ENCOURAGE YOU TO VOTE BY PROXY, EVEN IF YOU PLAN TO ATTEND THE MEETING. YOU MAY VOTE YOUR PROXY BY TELEPHONE, INTERNET OR MAIL. A TOLL-FREE TELEPHONE NUMBER AND WEB SITE ADDRESS ARE INCLUDED ON YOUR PROXY CARD. If you choose to vote by mail, please complete and mail the enclosed proxy card to us in the return envelope, which requires no postage if mailed in the United States. Voting now will not limit your right to change your vote or to attend the meeting.

Andrew D. Hendry
Senior Vice President, General Counsel and Secretary
Colgate-Palmolive Company
300 Park Avenue
New York, New York 10022

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PROXY STATEMENT

Colgate-Palmolive Company (referred to in this Proxy Statement as 'we' or 'the Company') is sending you this Proxy Statement in connection with the solicitation by the Board of Directors of proxies to be voted at the 2001 Annual Meeting of Stockholders.

We are mailing this Proxy Statement, a proxy card and the 2000 Annual Report of Colgate-Palmolive Company to stockholders beginning March 28, 2001. Neither the Annual Report being mailed with the Proxy Statement nor the Audit Committee Report included herein is part of the proxy-soliciting material.

VOTING PROCEDURES

WHO CAN VOTE

The Company has three classes of voting stock: Common Stock, $4.25 Preferred Stock and Series B Convertible Preference Stock. If you were the record owner of any of these classes of stock on March 12, 2001, the record date for voting at the Annual Meeting, then you are entitled to vote at the meeting.

DETERMINING THE NUMBER OF VOTES YOU HAVE

Your proxy card indicates the number of shares of each class of stock that you own. Each share of Common Stock and $4.25 Preferred Stock has one vote, and each share of Series B Convertible Preference Stock has eight votes.

HOW TO VOTE

You can vote your shares in two ways: either by proxy or in person at the Annual Meeting by written ballot. If you choose to vote by proxy, you may do so using the telephone, the Internet or the enclosed proxy card. Each of these procedures is more fully explained below. Even if you plan to attend the meeting, the Board of Directors recommends that you vote by proxy.

VOTING BY PROXY

Because many stockholders cannot attend the Annual Meeting in person, it is necessary that a large number of stockholders be represented by proxy. You may vote your proxy by telephone, Internet or mail, each as more fully explained below. In each case, we will vote your shares as you direct. You can specify when you vote your proxy whether your shares should be voted for all, some or none of the nominees for director. You can also specify whether you approve, disapprove or abstain from voting on the selection of Arthur Andersen LLP as the Company's independent auditors for 2001 and the stockholder proposal. If you vote using the telephone or Internet, you will be instructed how to approve, disapprove or abstain from voting on these proposals.

If any other matters are properly presented at the Annual Meeting for consideration, the Company's directors named on your proxy card will have discretion to vote for you on those matters. At the time this Proxy Statement was printed, we knew of no other matters to be raised at the Annual Meeting.

VOTE BY TELEPHONE

If you are located in North America, you can vote your shares by telephone by calling the toll-free number (at no cost to you) on your proxy card. Telephone voting is available 24 hours a day, seven days a week until 11:59 p.m. on Wednesday, May 9, 2001. Easy-to-follow voice prompts allow you to vote your shares and confirm that your instructions have been properly recorded. Our telephone voting procedures are designed to authenticate shareholders by using individual control numbers. IF YOU VOTE BY TELEPHONE, YOU DO NOT NEED TO RETURN YOUR PROXY CARD.

VOTE BY INTERNET

You also can vote your shares via the Internet. The web site address for Internet voting is printed on your proxy card. Internet voting is available 24 hours a day, seven days a week until 11:59 p.m. on Wednesday, May 9, 2001. As with telephone voting, you will have the opportunity to confirm that your instructions have been properly recorded. Our Internet voting procedures are designed to authenticate shareholders by using individual control numbers. If you vote via the Internet, you may incur costs such as telephone and Internet access fees for which you will be responsible. IF YOU VOTE VIA THE INTERNET, YOU DO NOT NEED TO RETURN YOUR PROXY CARD.

VOTE BY MAIL

To vote your shares by mail, complete and return the enclosed proxy card to us before May 10, 2001, the date of the Annual Meeting. If you sign and return the proxy card but do not specify how to vote, we will vote your shares in favor of our nominees for director and the ratification of the selection of auditors and against the stockholder proposal.

VOTING AT THE ANNUAL MEETING

Written ballots will be available from the ushers at the Annual Meeting. If your shares are held in the name of a bank, broker or other holder of record, you must obtain a proxy, executed in your favor, from the holder of record to be able to vote at the meeting. Voting by proxy, whether by mail, telephone or Internet, will not limit your right to vote at the Annual Meeting if you decide to attend in person. If you vote by proxy and also attend the meeting, there is no need to vote again at the meeting unless you wish to change your vote.

REVOCATION OF PROXIES

You can revoke your proxy at any time before it is exercised at the Annual Meeting by taking any one of the following actions: (1) you can deliver a valid written proxy with a later date or follow the instructions given for changing your vote by telephone or via the Internet; (2) you can notify the Secretary of the Company in writing that you have revoked your proxy (using the address in the Notice of Annual Meeting of Stockholders above); or (3) you can vote in person by written ballot at the Annual Meeting.

QUORUM

To carry on the business of the meeting, a minimum number of shares, constituting a quorum, must be present. The quorum for the Annual Meeting is a majority of the votes represented by the outstanding stock of the Company. This majority may be present in person or by proxy. Abstentions and 'broker non-votes' (which are explained below) are counted as present to determine whether there is a quorum.

BROKER NON-VOTES

A 'broker non-vote' occurs when your broker submits a proxy for your shares but does not indicate a vote for a particular proposal because the broker does not have authority to vote on that proposal and has not received voting instructions from you. 'Broker non-votes' are not counted as no-votes or abstentions nor are they counted to determine the number of votes present for the proposal in question.

Under the rules of The New York Stock Exchange, if your broker holds shares in your name and delivers this Proxy Statement to you, the broker is entitled to vote your shares on Proposals 1 and 2, but not Proposal 3, even if the broker does not receive instructions from you.

REQUIRED VOTE

Proposal 1: Election of Directors. The seven nominees for director who receive the most votes of all the votes cast for directors will be elected. This means that if you do not vote for a particular nominee, or if you indicate you want to withhold authority to vote for a particular nominee when voting your proxy, your vote will not count for or against the nominee.

Proposal 2: Ratification of Selection of Auditors. The affirmative vote of a majority of the votes represented at the meeting, either in person or by proxy, and entitled to vote on this proposal, is required to ratify the selection of the auditors. This means that if you abstain from voting on the selection of auditors, it will have the same effect as if you voted against this proposal.

Proposal 3: Stockholder Proposal. The affirmative vote of a majority of the votes represented at the meeting, either in person or by proxy, and entitled to vote on this proposal, is required for adoption of this resolution. When voting your proxy, the Proxy Committee will vote against the resolution unless you instruct otherwise. If you abstain from voting on the stockholder proposal, it will have the same effect as if you voted against this proposal. 'Broker non-votes' (which are explained above) will be treated as not present for voting on this issue.

CONFIDENTIAL VOTING

All proxies, ballots and vote tabulations that identify stockholders are confidential. An independent tabulator will receive, inspect and tabulate the proxies whether you vote by telephone, Internet or mail. Your vote will not be disclosed to anyone other than the independent tabulator without your consent, except if proxies are being solicited for a change of control of the Company or if doing so is necessary to meet legal requirements.

VOTING BY EMPLOYEES PARTICIPATING IN THE COLGATE-PALMOLIVE SAVINGS AND INVESTMENT PLAN

If you are a Colgate employee who participates in the Company's U.S. Savings and Investment Plan, the trustee for the Plan will send you a voting instruction card prior to the Annual Meeting. This card will indicate the aggregate number of shares of Series B Convertible Preference Stock and Common Stock credited to your account under the Savings and Investment Plan as of March 12, 2001, the record date for voting at the meeting.

> You can direct the trustee to vote the shares by returning the card, and for employees in the U.S., by telephone or via the Internet. Instructions for each method are indicated on the voting instruction card.
>
> If you do not indicate your vote to the trustee on time, the trustee will vote your shares in the same proportion as the shares voted by employees who return their cards or indicate their vote by telephone or via the Internet to the trustee on time.

VOTING BY EMPLOYEES PARTICIPATING IN A GLOBAL STOCK OWNERSHIP PLAN

If you are an employee who participates in one of our Global Stock Ownership Plans, you will receive separate voting instructions from your local Human Resources Department.

GOVERNANCE OF THE COMPANY

THE BOARD OF DIRECTORS

The Board of Directors oversees the business, assets, affairs and performance of the Company. In accordance with the Company's long-standing practice, the Board of Directors is independent, consisting of a majority of outside directors. Currently, the Board has eight directors, consisting of seven outside, non-employee directors and one employee director, Reuben Mark, who is the Chief Executive Officer of the Company.

The Board of Directors met nine times during 2000. On average, the directors attended 93% of the meetings of the Board and the committees on which they served in 2000. No director attended fewer than 79% of these meetings. In 2000, the outside directors continued their practice of meeting from time to time without Mr. Mark present.

The name, age, principal occupation and length of service of each director, together with certain other biographical information, are set forth below. Each of the directors who is eligible for nomination has been nominated for re-election at this year's Annual Meeting. John P. Kendall is not a director nominee, having reached the mandatory age of retirement for directors established in the Company's By-Laws.

[PHOTO] REUBEN MARK, 62	Chairman and Chief Executive Officer of the Company. Mr. Mark joined the Company in 1963 and has held a series of significant positions in the United States and abroad. He was appointed Vice President and General Manager of the Household Products Division in 1975. From March 1979 to March 1981, he was Group Vice President of domestic operations. In March 1981, he was elected Executive Vice President and became President and a director of the Company on March 1, 1983. Mr. Mark was elected Chief Executive Officer in May 1984 and Chairman in May 1986. Mr. Mark is also a director of Citigroup, Pearson plc and AOL Time Warner. Director since 1983
[PHOTO] JILL K. CONWAY, 66	Visiting Scholar, Program in Science, Technology and Society, Massachusetts Institute of Technology since 1985. Mrs. Conway was President of Smith College from 1975 to 1985. She was Vice President, Internal Affairs, University of Toronto, from 1973 to 1975 and a member of its graduate faculty from 1971 to 1975. She has served as a member of the Harvard University Board of Overseers and The Conference Board and as a trustee of Hampshire College, Northfield Mt. Hermon School and The Clarke School for the Deaf. Mrs. Conway is Chairman of Lend Lease International and is a director of Merrill Lynch & Co., Inc. and Nike, Inc. She is also a trustee of Adelphi University, Mt. Holyoke College, The Knight Foundation and The Kresge Foundation. Director since 1984

[PHOTO]
RONALD E. FERGUSON, 59

Chairman and Chief Executive Officer of General Re Corporation since 1987. Mr. Ferguson has been with General Re since 1969. Prior to joining General Re, Mr. Ferguson worked for the Kemper Insurance Group from 1965 to 1969 and served with the U.S. Public Health Service from 1966 to 1968. Mr. Ferguson is a director of Insurance Service Offices, Inc. and the Insurance Institute of America. He is a Fellow of the Casualty Actuarial Society and the American Academy of Actuaries.

Director since 1987

[PHOTO]
ELLEN M. HANCOCK, 57

Chairman and Chief Executive Officer of Exodus Communications, Inc., a computer network and Internet systems company. From July 1996 to July 1997, Mrs. Hancock was Executive Vice President, Research and Development, Chief Technology Officer of Apple Computer Inc. She previously was Executive Vice President and Chief Operating Officer, National Semiconductor. Prior to joining National Semiconductor in 1995, she was Senior Vice President and Group Executive at IBM. Mrs. Hancock is a director of Aetna. She is also on the Board of Trustees of Marist College.

Director since 1988

[PHOTO]
DAVID W. JOHNSON, 68

Chairman Emeritus of Campbell Soup Company. Mr. Johnson began his business career as a management trainee at Colgate Australia in 1959 and after a series of promotions became General Manager of Colgate's South African subsidiary in 1967. From 1972 to 1982, Mr. Johnson held several senior positions with Warner-Lambert. In 1982, Mr. Johnson became President and Chief Executive Officer of Entenmann's, Inc. From 1987 to 1990, he variously served as Chairman, Chief Executive Officer and President of Gerber Products Company. Mr. Johnson was Chairman of Campbell Soup Company from 1993 to 1999 and, following a brief retirement, returned as Chairman from March 2000 to January 2001. Mr. Johnson was also President and Chief Executive Officer of Campbell from January 1990 to July 1997. Mr. Johnson is a director of Duane Reade, Inc. and serves on the Advisory Council for the University of Notre Dame College of Business Administration as well as the University of Chicago's Graduate School of Business.

Director since 1991

[PHOTO]
RICHARD J. KOGAN, 59

Chairman and Chief Executive Officer, Schering-Plough Corporation. Mr. Kogan joined Schering-Plough as Executive Vice President, Pharmaceutical Operations in 1982 and became President and Chief Operating Officer in 1986, President and Chief Executive Officer in 1996 and Chairman and Chief Executive Officer in 1998. Mr. Kogan is also a director of The Bank of New York Company. He serves on the boards of St. Barnabas Corporation & Medical Center and New York University, and is a member of the Business Round Table and the Council on Foreign Relations.

Director since 1996

[PHOTO]
HOWARD B. WENTZ, JR., 71

Former Chairman of Tambrands Inc., June 1993 to September 1996. Prior to becoming Chairman, Mr. Wentz had been a director of Tambrands. Previously, he was Chairman of ESSTAR Incorporated and Chairman, President and Chief Executive Officer of Amstar Company. Mr. Wentz joined Amstar in 1969 as Vice President of Operations for its subsidiary, Duff-Norton Company, Inc. He was elected President of Duff-Norton in 1970, Vice President of Amstar in 1972, a director in 1976 and Executive Vice President and Chief Operating Officer in 1979. He assumed the additional responsibilities of President in 1981, Chief Executive Officer in 1982 and Chairman in 1983. In 1984, Mr. Wentz was appointed President and a director of Amstar Holdings, Inc.

Director since 1982

COMMITTEES OF THE BOARD OF DIRECTORS

The Board of Directors has four standing committees: the Audit Committee, the Committee on Directors, the Finance Committee and the Personnel and Organization Committee (the 'P&O Committee'). The members and responsibilities of these committees are set forth below.

COMMITTEE MEMBERSHIP (* indicates Chair and ** indicates Deputy Chair)

Audit Committee	Committee on Directors	Finance Committee	P&O Committee
Jill K. Conway	Jill K. Conway	Ronald E. Ferguson	Jill K. Conway*
Ronald E. Ferguson*	David W. Johnson*	Ellen M. Hancock**	Ronald E. Ferguson
Ellen M. Hancock	John P. Kendall	John P. Kendall	David W. Johnson
John P. Kendall**	Howard B. Wentz, Jr.	Richard J. Kogan	John P. Kendall
Howard B. Wentz, Jr.		Reuben Mark	Richard J. Kogan**
		Howard B. Wentz, Jr.*	

AUDIT COMMITTEE

The Audit Committee assists the Board of Directors in its oversight of management's fulfillment of its financial reporting and disclosure responsibilities and its maintenance of an appropriate internal control system. It also recommends the appointment of the Company's independent public accountants and oversees the activities of the Company's internal audit function and the Global Business Practices function. All members of the Audit Committee are non-employee directors. The Board of Directors, in its business judgment, has determined that all members of the Audit Committee are 'independent,' as required by the applicable listing standards of The New York Stock Exchange.

The Audit Committee met three times during 2000. To ensure independence, the Audit Committee also meets separately with the Company's independent public accountants, internal auditor and other members of management.

The Board of Directors during 2000, upon the recommendation of the Audit Committee, approved a new charter in response to the audit committee requirements adopted by the Securities and Exchange Commission and The New York Stock Exchange in December 1999. A copy of the Audit Committee charter was attached to the Company's 2000 Proxy Statement. The Audit Committee believes it fulfills its charter.

COMMITTEE ON DIRECTORS

The Committee on Directors recommends nominees for the Board of Directors and reviews the performance of the Board of Directors in accordance with a formal procedure. It also makes recommendations to the Board regarding Board and committee structure, corporate governance and director compensation. The Committee on Directors met three times during 2000. All members of the Committee on Directors are non-employee directors.

FINANCE COMMITTEE

The Finance Committee oversees the financial policies and practices of the Company, reviews the budgets of the Company and makes recommendations to the Board on financial and strategic matters. It also oversees the Company's finance, treasury and related functions. The Finance Committee met six times during 2000. With the exception of Reuben Mark, all members of the Finance Committee are non-employee directors.

PERSONNEL AND ORGANIZATION COMMITTEE

The P&O Committee oversees the organizational, personnel, compensation and benefits policies and practices of the Company. It reviews the compensation of executive officers and recommends to the Board the compensation of the Chief Executive Officer. It also administers the stock option plans of the Company, the Executive Incentive Compensation Plan and the Executive Severance Plan and oversees the Company's charitable giving and other social responsibility programs. The P&O Committee met six times during 2000. All members of the P&O Committee are non-employee directors.

AUDIT COMMITTEE REPORT

The Audit Committee assists the Board of Directors in its oversight of the Company's financial reporting process. Management has the primary responsibility for the financial statements and the reporting process, including the Company's systems of internal controls. The independent auditors are responsible for auditing the annual financial statements prepared by management and expressing an opinion as to whether those financial statements conform with generally accepted accounting principles.

The Audit Committee reviewed and discussed the audited financial statements with management and the independent auditors. These discussions and reviews included the reasonableness of significant judgments, the auditors' assessment of the quality, not just acceptability, of the Company's accounting principles and such other matters as are required to be discussed with the Audit Committee under generally accepted auditing standards. In addition, the Audit Committee has received the written disclosures and the letter required by Independence Standards Board Standard No. 1, and has discussed with the independent auditors the auditors' independence from management and the Company.

Based upon the review and discussions described in this report, the Audit Committee recommended to the Board of Directors that the audited financial statements be included in the Company's Annual Report on Form 10-K for the year ended December 31, 2000 to be filed with the Securities and Exchange Commission.

The foregoing report has been submitted by the members of the Audit Committee: Ronald E. Ferguson (Chair), Jill K. Conway, Ellen M. Hancock, John P. Kendall and Howard B. Wentz, Jr.

COMPENSATION OF DIRECTORS

In 2000, each non-employee director (that is, all directors except Mr. Mark) received the following compensation:

ANNUAL FEE	2,600 shares of Common Stock[1]
MEETING FEES	$1,000 for each Board or committee meeting attended
COMMITTEE CHAIRPERSON FEES	$3,000 for the chair of each committee $1,500 for the deputy chair of each committee
STOCK OPTION GRANT	Options to purchase 4,000 shares of Common Stock
EXPENSES AND BENEFITS	Reimbursement of travel and related expenses incurred in attending meetings Life and travel/accident insurance Matching Gifts Program to schools and other qualified organizations

Mr. Mark does not receive any compensation or fees for serving on the Board of Directors or any Board committee.

DEFERRAL OF FEES

Pursuant to the Stock Plan for Non-Employee Directors (the 'Stock Plan'), directors may elect to defer all or a part of their annual stock compensation. Deferred stock compensation is credited to a stock unit account, which is adjusted to reflect changes in the market price of the Common Stock and dividends paid. The directors also may elect to receive cash in lieu of up to 25% of the shares of Common Stock granted and not deferred under the Stock Plan solely for the purpose of satisfying related tax obligations.

Directors may also elect to defer all or a part of their cash compensation for committee chairperson and attendance fees under the Restated and Amended Deferred Compensation Plan for Non-Employee Directors. As with the Stock Plan, deferred fees are credited to a stock unit account, which is adjusted to reflect changes in the market price of the Common Stock and dividends paid. Distributions are made in shares of Common Stock after the retirement or resignation of the director. Distributions are made in annual installments or by lump sum.

The table included in 'Stock Ownership of Directors and Executive Officers' on page 11 includes information concerning directors who have elected to defer their fees.

ELECTION TO PURCHASE STOCK

Directors may elect to purchase Common Stock with all or a portion of their cash compensation for committee chairperson and attendance fees. Shares of Common Stock that represent committee chairperson fees are purchased at the beginning of the year, and shares that

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1 The Director Pension Plan was terminated on December 31, 1996. An annual grant of 500 shares of Common Stock under the Stock Plan for Non-Employee Directors, effective as of January 1, 1997, replaced the benefits of the Director Pension Plan. Directors who were then within five years of the mandatory retirement age were eligible to elect to remain in the Director Pension Plan. Mr. Kendall made this election and, as a result, in 2000 he received 2,100 shares of Common Stock rather than 2,600 shares of Common Stock.

represent attendance fees are purchased after the end of the year. In both cases, directors purchase shares on the third business day following the Company's annual public earnings release. In 2000, Ellen M. Hancock purchased 354 shares of Common Stock, and David W. Johnson purchased 388 shares of Common Stock using this procedure.

STOCK OWNERSHIP

At the close of business on March 12, 2001, there were 563,821,367 shares of Common Stock, 103,350 shares of $4.25 Preferred Stock and 5,190,011 shares of Series B Convertible Preference Stock outstanding and entitled to vote.

STOCK OWNERSHIP OF DIRECTORS AND EXECUTIVE OFFICERS

The following table shows the beneficial ownership of Common Stock and Series B Convertible Preference Stock of each director, each of the Named Officers appearing in the Summary Compensation Table on page 15 and the directors and executive officers (including the Named Officers) as a group. No director or executive officer owns any $4.25 Preferred Stock.

'Beneficial ownership' as used above means more than 'ownership' as that term is commonly used. For example, you 'beneficially' own Colgate stock if you hold it directly or if you have (or share) the power to vote or sell the stock indirectly (for example, through a relationship, a position as a director or trustee or a contract or understanding). Beneficial ownership also includes shares you have the right to acquire within 60 days, for example, through the exercise of a stock option.

	COMMON STOCK			SERIES B CONVERTIBLE PREFERENCE STOCK (ESOP)
	AMOUNT AND NATURE OF BENEFICIAL OWNERSHIP(1),(2)			
NAME OF BENEFICIAL OWNER	DIRECTLY OWNED(3)	EXERCISABLE OPTIONS(4)	COMMON STOCK UNITS(5)	AMOUNT AND NATURE OF BENEFICIAL OWNERSHIP(2),(6)
Reuben Mark	3,932,971	7,380,000	--	4,426
William S. Shanahan	369,995	941,282	--	3,055
Lois D. Juliber	373,404	388,307	--	1,517
Javier G. Teruel	213,667	132,231	--	1,554
Stephen C. Patrick	87,293	293,360	--	1,641
Jill K. Conway	33,170	12,227	13,657	--
Ronald E. Ferguson(7)	57,021	14,777	32,867	--
Ellen M. Hancock(8)	25,460	19,735	16,741	--
David W. Johnson	30,939	23,999	6,304	--
John P. Kendall(9)	647,774	23,999	26,259	--
Richard J. Kogan	15,312	15,999	--	--
Howard B. Wentz, Jr.(10)	60,860	15,491	22,291	--
All directors and executive officers as a group (24 persons)	7,555,874	10,497,573	118,119	34,065

(footnotes on following page)

(1) Information about Common Stock holdings is as of March 12, 2001, except for shares held in the Savings and Investment Plan, which are shown as of March 6, 2001. Unless stated otherwise in these footnotes, each person named in the table owns his or her shares directly and has sole voting and investment power over such shares.

(2) Each person named in the table owns less than 1% of the outstanding Common Stock and Series B Convertible Preference Stock, except for Mr. Mark, who owns 1.98% of the outstanding Common Stock. The directors and executive officers as a group own 3.14% of the outstanding Common Stock and less than 1% of the outstanding Series B Convertible Preference Stock.

(3) This column includes shares of restricted stock that were outstanding as of December 31, 2000 and that vested on March 1, 2001.

(4) As of March 12, 2001, the record date for the Annual Meeting, a total of 38,471,344 options were outstanding under the Company's stock option plans and 25,653,709 shares were available for future grants.

(5) Includes Common Stock units credited to one or more of the following accounts: (i) a deferred account under the Stock Plan for Non-Employee Directors; (ii) a deferred account under the Restated and Amended Deferred Compensation Plan for Non-Employee Directors; or (iii) an account representing the accrued value under the Director Pension Plan that was terminated as of December 31, 1996. In each case, the holder of Common Stock units has no voting or investment power over such units.

(6) Information about holdings of Series B Convertible Preference Stock is as of March 6, 2001. The Company issues Series B Convertible Preference Stock to a trustee acting on behalf of the Company's Savings and Investment Plan. Employees who participate in this plan, including the Named Officers appearing in the table above, have sole voting power over such shares, subject to the right of the plan trustee to vote shares if a participant fails to do so. Participants have no investment power over such shares until they are distributed or diversified at the participant's election in accordance with the terms of the plan.

(7) In the ordinary course of business, General Re Corporation, its subsidiaries and its parent company, Berkshire Hathaway, Inc., make portfolio investments and may from time to time hold securities of the Company. Mr. Ferguson, Chairman and Chief Executive Officer of General Re Corporation, disclaims any beneficial ownership of these securities.

(8) Mrs. Hancock's holdings include 800 shares of Common Stock owned jointly with her spouse.

(9) Mr. Kendall's holdings do not include 10,000 shares of Common Stock held by his spouse, as to which he disclaims beneficial ownership.

(10) Mr. Wentz's holdings do not include 1,200 shares of Common Stock held by his spouse, as to which he disclaims beneficial ownership.

COMPLIANCE WITH SECTION 16(A) BENEFICIAL OWNERSHIP REPORTING

The Securities Exchange Act of 1934 requires the Company's directors, executive officers and any persons owning more than 10% of a class of the Company's stock to file reports with the Securities and Exchange Commission and The New York Stock Exchange regarding their ownership of the Company's stock and any changes in such ownership. Based on our review of copies of these reports and certifications given to us, we believe that the Company's executive officers and directors complied with their filing requirements for 2000.

STOCK PRICE PERFORMANCE GRAPHS

The graphs shown on the following page compare cumulative total stockholder returns on the Common Stock against the S&P Composite-500 Stock Index and a peer company index for a ten-year period and a five-year period each ending December 31, 2000.

The 2000 return for the Common Stock shown on these graphs is based on the closing price per share on December 31, 2000 of $64.55.

The companies included in the peer company index compete with the Company in one or more of its primary businesses. The companies are as follows: Avon Products, Inc., Clorox Company, Gillette Company, Ralston Purina Company (Pet Foods Division), The Procter & Gamble Company and Unilever (N.V. and PLC). These are the same companies that were included in last year's Proxy Statement. The Comparison Group discussed in the P&O Committee Report, which appears later in this Proxy Statement, includes other industrial companies and consumer products companies for reasons discussed in the report.

Ten Year Stock Price Performance Graph

[PERFORMANCE GRAPH]

	1990	1991	1992	1993	1994	1995	1996	1997	1998	1999	2000
Colgate-Palmolive	100	136	159	182	190	216	290	470	602	852	856
S&P 500	100	130	140	155	157	215	265	353	454	550	500
Peer Group	100	124	133	143	162	214	286	406	480	461	408

Five Year Price Performance Graph

[PERFORMANCE GRAPH]

	1995	1996	1997	1998	1999	2000
Colgate-Palmolive	100	134	218	279	395	397
S&P 500	100	123	164	211	255	232
Peer Group	100	134	190	224	215	190

EXECUTIVE COMPENSATION

SUMMARY COMPENSATION TABLE

The following table shows the compensation of the Chief Executive Officer and the four other most highly compensated executive officers of the Company (the 'Named Officers') for 2000, 1999 and 1998.

					LONG TERM COMPENSATION			
	ANNUAL COMPENSATION				AWARDS		PAYOUTS	
(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)
NAME AND PRINCIPAL POSITION	YEAR	SALARY($)	BONUS($)(1)	OTHER ANNUAL COMPEN-SATION($)(2)	RESTRICTED STOCK AWARDS ($)(3)	SECURITIES UNDERLYING OPTIONS (#)(4)	LTIP PAYOUTS($)	ALL OTHER COMPEN-SATION($)(5)
Reuben Mark	2000	1,340,750	3,140,235	--	7,453,320	--(6)	--	278,879
Chairman of the	1999	1,266,250	2,934,144	--	5,542,768	--	--	308,195
Board and Chief	1998	1,200,250	2,256,084	--	6,999,503	307,010	--	178,466
Executive Officer								
William S. Shanahan	2000	1,102,500	2,638,369	--	3,597,525	1,175,800	--	226,135
President	1999	900,417	1,631,056	--	925,672	911,694	--	246,394
	1998	840,000	1,414,229	--	1,016,532	1,530,762	--	142,212
Lois D. Juliber	2000	625,000	976,039	--	996,567	409,930	--	164,753
Chief Operating Officer	1999	541,250	757,214	--	434,016	224,455	--	182,505
	1998	500,000	676,454	--	441,694	151,814	--	76,655
Javier G. Teruel	2000	500,000	583,590	316,552(7)	697,742	225,565	--	137,931
Chief Growth Officer	1999	387,083	418,466	83,402	452,716	50,000	--	41,334
	1998	352,083	280,852	--	643,596	155,584	--	41,862
Stephen C. Patrick	2000	477,000	623,064	--	363,000	83,776	--	156,197
Chief Financial Officer	1999	436,750	550,297	--	325,028	74,269	--	176,889
	1998	397,500	518,842	--	796,828	130,418	--	63,705

(1) Amounts include bonuses earned for the years indicated, paid on or before March 15 of the following year, consistent with past practice.

(2) None of the Named Officers, other than Mr. Teruel who relocated to the U.S. during 2000, received perquisites or other personal benefits in an amount large enough to require reporting in this column, nor did any of them receive any other compensation required to be reported in this column.

(3) The Company's practice is to make restricted stock awards earned in a particular year on or before March 15 of the following year. In the table, we show restricted stock awards granted for the 2000 bonus year, even though they may have been earned over a multi-year performance period. Restricted stock awards generally vest over a minimum period of three years. Dividend equivalents accrue on the restricted stock during the vesting period. As of December 31, 2000, the Named Officers as a group held an aggregate of 598,948 shares of restricted stock, with a value of $38,662,093 based on the closing market price of the Common Stock on December 31, 2000. As of March 12, 2001, the record date for the Annual Meeting, all

(footnotes continue on following page)

employees as a group, including the Named Officers, held an aggregate of 2,165,220 shares of restricted stock.

The number and value of the shares of restricted stock held by the Named Officers at December 31, 2000, are as follows:

NAMED OFFICER	# OF SHARES	$ VALUE
Reuben Mark	366,977	$23,688,365
William S. Shanahan	108,481	7,002,449
Lois D. Juliber	54,035	3,487,959
Javier G. Teruel	38,626	2,493,308
Stephen C. Patrick	30,829	1,990,012

(4) Amounts include options granted pursuant to the Accelerated Ownership Feature of the 1997 Stock Option Plan. This feature promotes increased employee share ownership by encouraging the early exercise of options and the retention of shares. Under this feature, if an employee surrenders shares he or she already owns to pay the exercise price of a stock option or the related tax withholding, he or she receives a new option for the same number of shares surrendered. The exercise price of the new option is set at the then-current market price, and the new option has the same expiration date as the original option. Because the new, or reload, option is for the same number of shares as those surrendered, the Accelerated Ownership Feature does not increase the total number of shares and options held by an employee prior to the original option exercise. The shares received upon exercise of the original stock option in excess of the number of shares surrendered to pay the exercise price may not be sold for two years.

The number of reload options included in the amounts shown in column (g) for 2000, 1999 and 1998, respectively, are as follows:

NAMED OFFICER	2000	1999	1998
Reuben Mark	--	--	307,010
William S. Shanahan	615,800	651,694	1,170,762
Lois D. Juliber	279,930	134,455	51,814
Javier G. Teruel	115,565	--	81,584
Stephen C. Patrick	26,276	23,769	28,418

See also 2000 Individual Grants table on page 18.

(footnotes continue on following page)

(5) With the exception of the Supplemental Savings & Investment Plan Company Match and the Bonus Savings Account, amounts shown in All Other Compensation, column (i), and detailed in this footnote are paid pursuant to programs available to all employees. The dollar amount paid under each such program to the Named Officers in 2000 is as follows:

NAMED OFFICER	SAVINGS & INVESTMENT PLAN COMPANY MATCH	RETIREE INSURANCE ACCOUNT	SUCCESS SHARING ACCOUNT	SUPPLEMENTAL SAVINGS & INVESTMENT PLAN COMPANY MATCH	VALUE OF COMPANY-PAID LIFE INSURANCE PREMIUMS	BONUS SAVINGS ACCOUNT
Reuben Mark.................	7,140	13,785	3,125	154,359	14,280	86,190
William S. Shanahan.........	7,140	13,785	3,125	93,345	15,750	92,990
Lois D. Juliber.............	7,140	7,658	3,125	47,749	5,922	93,159
Javier G. Teruel............	7,140	13,785	3,125	24,319	3,372	86,190
Stephen C. Patrick..........	7,140	10,721	3,125	33,943	7,769	93,499

The amounts shown as Savings & Investment Plan Company Match, Retiree Insurance Account, Success Sharing Account and Bonus Savings Account represent the value (at the time of allocation) of shares of Series B Convertible Preference Stock allocated to the Named Officers' accounts under the Savings and Investment Plan. Premium payments for life insurance were not made pursuant to split-dollar life insurance arrangements.

(6) In 1997 Mr. Mark received a multi-year stock option grant intended to cover the seven years from 1997 to 2003. Thus Mr. Mark did not receive any options in 1998 other than reload options, and none in 1999 or 2000. The exercise prices of the 1997 options were set at premiums ranging from 10% to 70% over the market price of the Common Stock at the date of grant. In addition, the options were made subject to early expiration if the price of the Common Stock did not exceed certain market levels.

(7) All amounts in this column consist of benefits associated with Mr. Teruel's status as an expatriate employee and his relocation to the U.S. including housing, home leave, moving, local tax and other related allowances, offset by his payment of hypothetical taxes to the Company. Included in the amount Mr. Teruel received in 2000 was a total of $124,769 in reimbursed temporary living and related expenses.

STOCK OPTIONS

The following table shows information about stock options granted to the Named Officers in 2000. The table includes both new options granted in 2000 and reload options granted under the Accelerated Ownership Feature of the Company's 1997 Stock Option Plan described on page 16 in footnote 4. The use of the Accelerated Ownership Feature does not increase the total number of shares and options held by an employee. The Company did not grant any stock appreciation rights during 2000.

2000 INDIVIDUAL GRANTS

(a)	(b)	(c)	(d)	(e)	(f)
EXECUTIVE OFFICER	NUMBER OF SECURITIES UNDERLYING OPTIONS GRANTED	% OF TOTAL OPTIONS GRANTED TO EMPLOYEES IN FISCAL YEAR	EXERCISE OR BASE PRICE ($/SH)	EXP. DATE	GRANT DATE PRESENT VALUE ($)(3)
Reuben Mark	--	--	--	--	--
William S. Shanahan					
9/00 Grant1	260,000	2.66%	48.0625	9/14/10	2,811,659
7/00 Grant2	300,000	3.07%	52.1875	7/13/10	4,035,450
5/00 Reload Options	615,800	6.31%	56.9063	(4)	6,051,713
TOTAL	1,175,800	12.04%			12,898,822
Lois D. Juliber					
9/00 Grant1	95,000	0.97%	48.0625	9/14/10	1,027,338
1/00 Grant5	35,000	0.36%	64.7500	1/13/10	716,228
11/00 Reload Options	45,574	0.47%	57.5200	(6)	452,705
5/00 Reload Options	234,356	2.40%	55.8125	(7)	2,258,840
TOTAL	409,930	4.20%			4,455,111
Javier G. Teruel					
9/00 Grant1	80,000	0.82%	48.0625	9/14/10	865,127
1/00 Grant5	30,000	0.31%	64.7500	1/13/10	613,909
11/00 Reload Options	20,473	0.21%	59.3250	(8)	209,748
8/00 Reload Options	95,092	0.97%	54.2813	(9)	891,402
TOTAL	225,565	2.31%			2,580,186
Stephen C. Patrick					
9/00 Grant1	57,500	0.59%	48.0625	9/14/10	621,811
5/00 Reload Options	26,276	0.27%	56.9063	(10)	258,224
TOTAL	83,776	0.86%			880,035

(1) The September 2000 option grants become exercisable in increments of one-third annually commencing on the first anniversary date of the option grant and become fully exercisable on the third anniversary date of the grant.

(footnotes continue on following page)

(2) This grant, which was made in recognition of Mr. Shanahan's outstanding performance, becomes fully exercisable on the second anniversary date of the option grant.

(3) Amounts shown are estimates of the value of the options calculated using a Black-Scholes-based option valuation model. The material assumptions and adjustments incorporated into the model include the exercise price of the option, the option term until exercise (ranging from two to seven years), an interest rate factor based on the U.S. Treasury rate over the option term (ranging from 6.1% to 6.2%), a volatility factor based on the standard deviation of the price of the Common Stock (ranging from 29% to 41%) and a dividend rate based on the annualized dividend rate per share of Common Stock. The actual value of the options, if any, will depend on the extent to which the market value of the Common Stock exceeds the price of the option on the date of exercise. Management believes that the Black-Scholes model was not developed for the purpose of valuing employee stock options, particularly those having rights such as the Accelerated Ownership Feature. There can be no assurance that this Black-Scholes-based model will approximate the value the executive will actually realize.

(4) Includes the following options received pursuant to the Accelerated Ownership Feature: 69,492 expiring on 10/10/01; 79,671 expiring on 09/03/02; 76,755 expiring on 09/01/03; 77,582 expiring on 09/07/04; 81,703 expiring on 09/06/05; 97,075 expiring on 09/05/06; 43,666 expiring on 09/11/07; 26,582 expiring on 03/05/08; and 63,274 expiring on 09/10/08.

(5) This grant becomes exercisable in increments of one-third annually commencing on the fifth anniversary date of the option grant and becomes fully exercisable on the seventh anniversary date of the grant.

(6) Includes the following options received pursuant to the Accelerated Ownership Feature: 20,390 expiring on 09/11/07; and 25,184 expiring on 09/10/08.

(7) Includes the following options received pursuant to the Accelerated Ownership Feature: 25,738 expiring on 10/10/01; 21,712 expiring on 09/03/02; 2,720 expiring on 11/05/02; 23,412 expiring on 09/01/03; 20,679 expiring on 06/09/04; 25,808 expiring on 09/07/04; 47,421 expiring on 09/05/06; 41,328 expiring on 09/11/07; and 25,538 expiring on 09/10/08.

(8) Includes the following options received pursuant to the Accelerated Ownership Feature: 6,464 expiring on 10/10/01; 7,727 expiring on 09/03/02; 10,242 expiring on 09/01/03; 12,782 expiring on 09/07/04; 12,780 expiring on 09/06/05; 15,706 expiring on 09/05/06; 17,661 expiring on 09/11/07; and 11,730 expiring on 09/10/08.

(9) Includes the following options received pursuant to the Accelerated Ownership Feature: 26,276 expiring on 09/06/05.

(10) Includes the following options received pursuant to the Accelerated Ownership Feature: 8,738 expiring on 09/11/07; and 11,735 expiring on 09/10/08.

The following table contains information about the Named Officers' exercises of stock options during 2000 and the number and value of any unexercised stock options they held as of December 31, 2000.

2000 OPTION EXERCISES AND YEAR-END VALUES

(a)	(b)	(c)	(d)	(e)
EXECUTIVE OFFICER	SHARES ACQUIRED ON EXERCISE (#)	VALUE REALIZED ($)	NUMBER OF SECURITIES UNDERLYING UNEXERCISED OPTIONS AT FY-END (#) EXERCISABLE/ UNEXERCISABLE	VALUE OF UNEXERCISED IN-THE-MONEY OPTIONS AT FY-END ($) EXERCISABLE/ UNEXERCISABLE
Reuben Mark	--	--	7,380,000/ 1,820,000	240,736,600/ 25,041,172
William S. Shanahan	820,881	10,810,390	907,948/ 853,335	10,977,773/ 13,042,270
Lois D. Juliber	409,390	9,593,578	342,733/ 348,908	2,673,557/ 6,400,271
Javier G. Teruel	185,514	3,729,944	16,666/ 376,899	148,222/ 6,822,642
Stephen C. Patrick	56,860	2,154,777	293,360/ 145,167	8,978,106/ 2,599,780

The Board of Directors has approved repurchases of Common Stock by the Company, at its discretion, from officers and directors of the Company, primarily as a vehicle for satisfying their tax obligations related to stock option exercises. Since March 2000, the Company has purchased Common Stock from the Named Officers and 10 other officers of the Company pursuant to such authorization. In most cases, these purchases were made for tax payment purposes in connection with stock option exercises under the Accelerated Ownership Feature, the use of which by an officer or director results in an increase in his or her share ownership. The Stock Repurchase Subcommittee of the P&O Committee, comprised of two non-employee directors (Jill K. Conway and Richard J. Kogan, the Chair and Deputy Chair of the P&O Committee, respectively), approves all such purchases.

RETIREMENT PLAN

Eligible employees receive retirement benefits under the Colgate-Palmolive Company Employees' Retirement Income Plan (the 'Retirement Plan'). Under this plan, benefits are determined in accordance with one of two formulas: (i) the 'final average earnings' formula, the original formula under the plan; or (ii) the Colgate Personal Retirement Account ('PRA') formula, which was added to the Retirement Plan on July 1, 1989.

All salaried employees of the Company employed at June 30, 1989 were offered a one-time election to maintain the Retirement Plan's benefit under the 'final average earnings' formula by making monthly contributions of 2% of recognized earnings (described below in Table A, footnote 1) up to the Social Security wage base and 4% of recognized earnings in excess of the wage base. Employees who made this election are entitled at retirement to receive the greater of the benefit under the 'final average earnings' benefit formula or the benefit under the PRA formula. Employees who did not make this election are entitled at retirement to receive the benefit under the PRA formula. All of the Named Officers made this one-time election in 1989.

The tables below show the estimated annual retirement benefit payable using these two formulas. Both tables include payments under the Supplemental Salaried Employees' Retirement Plan in excess of limitations under the Internal Revenue Code of 1986, as amended. Benefits payable under the Supplemental Employees' Retirement Plan are subject to a maximum of 70% of the sum of an individual's base salary at retirement and bonus for the calendar year immediately preceding retirement, less benefits payable under the basic Retirement Plan. Benefits are subject to an offset for Social Security and certain other benefits.

FINAL AVERAGE EARNINGS FORMULA

Table A shows the estimated maximum annual retirement benefit payable to employees (including the Named Officers) retiring in 2001 under the 'final average earnings' formula of the Retirement Plan. Benefits under this formula are computed by multiplying 'final average earnings' by the product of years of service and 1.8%.

TABLE A
(EXPRESSED IN $)

	YEARS OF SERVICE(2)					
REMUNERATION(1)	15	20	25	30	35	40
500,000	135,000	180,000	225,000	270,000	315,000	360,000
750,000	202,500	270,000	337,500	405,000	472,500	540,000
1,250,000	337,500	450,000	562,500	675,000	787,500	900,000
1,750,000	472,500	630,000	787,500	945,000	1,102,500	1,260,000
2,250,000	607,500	810,000	1,012,500	1,215,000	1,417,500	1,620,000
2,750,000	742,500	990,000	1,237,500	1,485,000	1,732,500	1,980,000

(1) Remuneration equals 'final average earnings,' which is the average of an individual's highest 'recognized earnings' for any three consecutive years during the ten years immediately preceding retirement. For the Named Officers, 'recognized earnings' is the sum of (i) the higher of the salary earned during 2000 (column (c) in the Summary Compensation Table on page 15) or the salary as of January 1, 2001 and (ii) the bonus paid during 2000 (column (d) in the Summary Compensation Table on page 15).

(2) The years of service credited under the Retirement Plan as of January 1, 2001 for the Named Officers are: Mr. Mark-37 years 7 months; Mr. Shanahan-35 years 5 months; Ms. Juliber-12 years 5 months; Mr. Teruel-29 years; Mr. Patrick-18 years 2 months.

PRA FORMULA

Table B shows the estimated annual retirement benefit payable under the PRA formula for each of the Named Officers based on 2001 recognized earnings. These estimates assume no future increases in such earnings, an annuity rate of 9% and a retirement age of 65. If a Named Officer were to retire before reaching age 65, the benefit payable would be reduced substantially based on his or her age at retirement.

TABLE B

NAMED OFFICER	YEAR REACHING AGE 65	AMOUNT OF LEVEL ANNUITY ($)
Reuben Mark	2004	1,405,061
William S. Shanahan	2005	874,340
Lois D. Juliber	2014	480,528
Javier G. Teruel	2015	728,014
Stephen C. Patrick	2014	511,076

Benefits under the PRA formula are determined as follows: On July 1, 1989, an account was established for each eligible person employed on June 30, 1989, with an opening balance equal to the greater of (i) the value of the pension then accrued under the 'final average earnings' formula or (ii) an amount equal to the sum of the monthly pay-based credits that would have been made to the employee's account had the PRA always been in effect. Thereafter, monthly pay-based credits accumulate in the employee's account. These credits equal a percentage of the employee's monthly recognized earnings determined in accordance with the following formula:

YEARS OF SERVICE	UP TO 1/4 OF SOCIAL SECURITY WAGE BASE	OVER 1/4 OF SOCIAL SECURITY WAGE BASE
0-9	2.50%	3.75%
10-14	3.00%	4.50%
15-19	4.00%	6.00%
20-24	5.35%	8.00%
25 or more	7.50%	11.25%

The employee's account receives a monthly credit for interest at an annual rate of 2% over the current six-month Treasury bill rate, adjusted quarterly. The Company also establishes PRA accounts for all eligible employees hired on or after July 1, 1989, which receive monthly credits as described above.

EXECUTIVE SEVERANCE PLAN AND OTHER ARRANGEMENTS

The Company has an Executive Severance Plan (the 'Severance Plan'), which the Board of Directors adopted effective September 14, 1989, and last amended as of June 11, 1998. The Severance Plan, which is administered by the P&O Committee, is designed to provide participants with reasonable compensation if their employment is terminated in certain defined circumstances, primarily following a change of control of the Company. The P&O Committee selects participants from among the executive officers and other key personnel of the Company and has selected the Named Officers, among others, as participants. In addition to the Severance Plan, the Company has incorporated other arrangements relating to a change of control in its benefit plans.

SEVERANCE PLAN

Under the Severance Plan, at any time within two years of a change of control of the Company (as defined in the Severance Plan), if a participant terminates employment due to an adverse change in the conditions of employment or the Company terminates the participant's employment, the participant is entitled to receive an amount equal to (i) between 12 and 36 months of compensation, plus (ii) a prorated cash bonus under the Executive Incentive Compensation Plan for the period prior to termination. This amount is paid in a lump sum, unless an outside accounting firm determines that a lump sum payment under the Severance Plan would subject the participant to tax under Section 4999 of the Internal Revenue Code of 1986, as amended. In such event, the participant may elect to receive a reduced amount that results in net after-tax payments that are equal to or greater than the amount that would have been received following payment of the lump sum. No severance payments are required if a participant is terminated for cause, which is defined as serious willful misconduct likely to result in material economic damage to the Company. For purposes of (i) above, compensation means the participant's base salary as of the termination date plus his or her highest bonus award under the Executive Incentive Compensation Plan within the last five years.

In addition, whether or not a change of control has occurred, if the Company terminates the employment of a Severance Plan participant at its convenience, the Company must continue to pay the participant's base salary and certain benefits for a period ranging from nine to 36 months. The Company is not required to make these payments if it terminates the participant's employment for cause or if the participant voluntarily terminates his or her employment. The period during which the Company continues salary and benefits payments ends when the participant turns 65 or attains 85 years of combined age and service with the Company.

OTHER ARRANGEMENTS

Other arrangements relating to a change of control in the Company's benefit plans are as follows. Under the Company's stock option plans, stock options held by employees that are not yet exercisable become exercisable upon a change of control. Under the Non-Employee Director Stock Option Plan, stock options held by non-employee directors that are not yet exercisable become exercisable upon a change in control. Alternatively, non-employee directors may surrender their options to the Company in exchange for a payment equal to the difference between the exercise price of the options and the Common Stock's current value. Restricted stock awards made under the current Executive Incentive Compensation Plan, which was approved by stockholders on May 5, 1999, vest as follows: (i) in the case of performance-based awards, upon a change of control; and (ii) in the case of all other awards, upon a termination of employment that occurs within two years of a change of control (as discussed above under 'Severance Plan'). All restricted stock awards made prior to May 5, 1999 vest upon a change of control. With respect to the Supplemental Salaried Employees' Retirement Plan, which is an unfunded plan, the Company has arranged for a letter of credit that requires the issuing bank to fund the accrued benefits payable under such plan if the Company refuses to pay these benefits after a change of control. Funding is to be made by payments to a trust, which currently is subject to the claims of the Company's creditors if the Company becomes insolvent.

COMPENSATION COMMITTEE INTERLOCKS AND INSIDER PARTICIPATION

The members of the P&O Committee during 2000 were Mrs. Conway and Messrs. Ferguson, Johnson, Kendall and Kogan, Mr. Kogan having become a member and Deputy Chair on May 9, 2000. None of these persons is an employee of the Company, and none has any direct or indirect material interest in or relationship with the Company or any of its subsidiaries. None of the executive officers of the Company has served on the board of directors or compensation committee of another company at any time during which an executive officer of such other company served on the Company's Board of Directors or the P&O Committee.

P&O COMMITTEE REPORT ON EXECUTIVE COMPENSATION

OVERVIEW OF COMPENSATION PHILOSOPHY AND PROGRAM

The Company's executive compensation programs are designed to:

Support the Company's business goals of fostering profitable growth and increasing shareholder value.

Align the interests of executives and stockholders through the use of stock-based compensation plans.

Attract, retain and motivate high-caliber executives.

Pay for performance by linking compensation to achievement of established goals and objectives.

Pay competitively with other leading consumer products and industrial companies.

The P&O Committee, which is made up entirely of non-employee directors, oversees the Company's compensation practices. It reviews and recommends the compensation of Reuben Mark, the Chairman and Chief Executive Officer, subject to the approval of the other non-employee directors of the Board. In addition, the P&O Committee reviews and approves, and the Board ratifies, the compensation of the other executive officers of the Company.

To help it in its role of overseeing compensation practices, the P&O Committee makes use of Company resources and also periodically retains the services of independent compensation consultants. Services rendered by independent consultants during the past several years include reviews in 1996 and 1997 by Hewitt & Associates and Towers Perrin of the competitiveness of the Company's executive compensation program.

The Company also has designed its compensation programs to maximize the tax deductibility of compensation paid to executive officers to the extent possible consistent with the need to attract and retain high-caliber executives.

The Company measures the competitiveness of its compensation programs against a comparison group of other leading companies, referred to in this report as the 'Comparison Group.' The Comparison Group consists primarily of consumer products companies but also includes other kinds of industrial companies to better represent the market for executive talent in which the Company competes. The P&O Committee reviews and approves the companies in the Comparison Group, which are selected and updated periodically by the Company's Human Resources department based on the recommendations of independent compensation consultants.

The key components of compensation used by the Company are:

Base salary

Performance-based incentives, including annual incentives, which are usually paid in the form of cash bonuses, and long-term incentives, which include stock options and restricted stock grants.

This report discusses each of these components of compensation as applied to the executive officers generally and then concludes with a separate discussion of Mr. Mark's compensation in particular.

BASE SALARY

The Company sets the midpoint of the salary range for executive officers at the median of the Comparison Group, with salaries above the median available to exceptional performers and key contributors to the success of the Company. The direct manager of each officer recommends whether to grant the officer an annual salary increase based on the following factors:

Individual performance

Business unit performance, where applicable

Assumption of new responsibilities

The Company's overall annual salary budget guidelines

Other performance measures, such as improvements in customer service, faster product development, improvements in market share of Colgate brands, global expansion and productivity increases

Competitive data from the Comparison Group

In 2000, salaries for executive officers as a group were above the median of the Comparison Group for similar jobs.

PERFORMANCE-BASED INCENTIVES

ANNUAL CASH BONUS

Executive officers are eligible for cash bonuses under the Company's Executive Incentive Compensation Plan (the 'EICP'). The guidelines for bonus awards to certain designated executives and other executive officers are as follows.

Designated Executives

The 'Designated Executives' for EICP cash bonuses are the Chief Executive Officer, the Chief Operating Officer, the Chief Growth Officer and the four executive officers who report directly to the Chief Executive Officer. Designated Executives' annual EICP cash bonuses are paid only if the Company attains one or more specific performance measures established by the P&O Committee no later than the 90th day of the applicable year. In 2000, the pre-established performance measure was an earnings-per-share goal. The EICP cash bonus for each Designated Executive is set by a formula that takes into account the extent to which the Company has achieved the earnings-per-share goal. Additionally, a supplemental award may be made if the Company's EPS growth, as compared to the EPS growth of the companies included in the peer company index (see page 13), meets certain requirements. The P&O Committee has discretion only to adjust awards downward.

Each Designated Executive is assigned threshold, target and maximum bonus award opportunities for his or her EICP cash bonus. The targets are set generally at the median of the Comparison Group.

In 2000, the Company exceeded its earnings-per-share goal. In addition, the Company's EPS growth relative to the peer group companies qualified the Designated Executives for a supplemental award. Since the formula generated cash bonuses that exceeded the limit of two times target plus the supplemental award, the Board reduced the awards to the Designated Executives to this amount.

Other Executive Officers

Bonuses for executive officers other than Designated Executives are determined by a formula that is based on:

- The financial performance of the Company as a whole or the business unit to which an executive is assigned.

- The achievement of individual and team goals.

Financial performance measures are based on the budgetary process. Adjustments are permitted to take account of unusual items beyond the control of the Company or business unit involved. For 2000, the Company-wide financial performance measure was an earnings-per-share goal, which applied to all executive officers with corporate-wide responsibilities. The business unit financial measures were sales and profit, which applied to all officers with specific business unit responsibilities.

Executive officers other than the Designated Executives are also assigned threshold, target and maximum bonus award opportunities based on their grade levels. Target award opportunities are set generally at the median of the Comparison Group. If the Company or business unit exceeds its earnings-per-share or sales and profit goals, above-target bonuses may be granted. If the minimum financial goals are not met, bonuses, if any, may be below the target level.

During 2000, the Company exceeded its earnings-per-share goal, and most business units exceeded their sales and profit goals. EICP cash bonuses for the executive officers were generally above target.

LONG-TERM PERFORMANCE-BASED INCENTIVES

The Company uses two types of long-term performance-based incentives: stock options and restricted stock awards under the Long-Term Global Growth Program of the EICP. The purpose of these grants is to encourage and reward the long-term growth and performance of the Company. In addition, from time to time, the Company grants stock options and restricted stock awards for special recognition and retention purposes. The Company does not take into account the amount or terms of existing stock holdings of executive officers in making decisions to award stock options or restricted stock.

Stock Option Awards

Stock option awards are granted under the 1997 Stock Option Plan. The number of stock options granted is based on factors similar to those used to determine salary and bonus, including a review of the practices of the Comparison Group. Since the Company and the P&O Committee view the granting of stock options as a way to obtain competitive compensation advantage, the Company's strategy is to set target award levels between the median and the seventy-fifth percentile of the Comparison Group. Actual awards may vary from the target based on individual performance, business unit performance or the assumption of increased responsibilities.

Generally, the Company grants stock options on an annual basis. If the Company performs poorly during a given year, however, the P&O Committee may decide not to grant stock options.

The key terms of the stock options granted annually by the Company are:

- The exercise price of the options is equal to the market price of the Common Stock on the date of grant.

- The options have a ten-year term.

- The options vest in equal annual installments over three years.

During 2000, stock option awards to executive officers as a group were consistent with the Comparison Group target award levels.

Restricted Stock Awards

Restricted stock awards are made under the Long-Term Global Growth Program of the EICP to Designated Executives and other executive officers. Generally, these awards vest three years from the date of the award and are forfeited if the recipient terminates his or her employment with the Company prior to the end of the three-year vesting period.

Guidelines for restricted stock awards to certain Designated Executives and other executive officers are as follows.

Designated Executives

For purposes of the Long-Term Global Growth Program, the term 'Designated Executives' includes Division Presidents as well as the executive officers listed as Designated Executives in the 'Annual Cash Bonus' section above. Restricted stock awards for Designated Executives are granted based on whether the Company achieves targeted levels of growth in compounded annual net sales and earnings per share over a three-year measurement period.

Each year a Designated Executive is assigned a threshold, target and maximum award opportunity that is realizable if the Company meets or exceeds the targeted net sales and earnings-per-share growth over the following three years. The target award opportunities are set in dollars as a percentage of salary, except for the Chief Executive Officer's target, which is expressed as a specific number of shares of Common Stock. Target awards range from approximately the median to the seventy-fifth percentile of the Comparison Group.

At the end of the measurement period, if the performance targets are met, awards are made in the form of restricted stock based on the fair market value of the Common Stock on the date the award is made. As noted, these awards generally vest after three years and are conditioned on the employee's continued employment by the Company. Grants of awards are subject to the discretion of the P&O Committee.

Designated Executives received restricted stock awards under the Long-Term Global Growth Program for 2000 based on sales and earnings-per-share growth over the 1998 through 2000 measurement period, which exceeded the applicable goals. These awards were above target.

Other Executive Officers

Restricted stock awards are granted to other executive officers under the Long-Term Global Growth Program in accordance with the procedures for the Designated Executives described above, except that supplemental measures relating to the Company's business fundamentals may be taken into account from time to time. These performance measures may be adjusted for unusual items beyond the control of the Company or business unit involved.

The P&O Committee granted restricted stock awards to executive officers other than the Designated Executives under the Long-Term Global Growth Program for 2000 based on sales and earnings-per-share growth over the 1998 through 2000 measurement period, which exceeded the applicable goals and supplemental measures established for the same period. The supplemental measures were cash generation, supply chain savings and sales effectiveness. These awards were above target.

RECOGNITION AND RETENTION AWARDS

The P&O Committee also has the authority under the EICP to make non-performance based awards of cash, common stock, restricted stock or a combination thereof. These awards are not deductible to the extent that they exceed the limits on tax deductibility imposed by Section 162(m) of the Internal Revenue Code. In 2000, the P&O Committee granted discretionary restricted stock awards to certain Designated Executives and executive officers to help ensure the retention of these executives.

2000 CHIEF EXECUTIVE OFFICER COMPENSATION

The P&O Committee reviews and recommends the compensation of Reuben Mark, the Chairman and Chief Executive Officer of the Company, subject to the approval of the directors of the Company other than Mr. Mark, all of whom are non-employee directors.

SALARY

As discussed in the 'Base Salary' section above, the midpoint of the salary range for executive officers is set at the median of the Comparison Group, with salaries above the median available to exceptional performers and key contributors to the success of the Company. In setting Mr. Mark's base salary for 2000, the P&O Committee considered the following key factors: the Company's pre-established guidelines for determining salary increases, the Company's success in exceeding its sales and profit goals in 1999 and Mr. Mark's individual performance and contributions to the continuing success and increased value of the Company. During 2000, the P&O Committee increased Mr. Mark's annual salary by 6.0%. Mr. Mark's salary is above the median of the Comparison Group.

ANNUAL CASH BONUS

As discussed above in the 'Performance-Based Incentives-Annual Cash Bonus' section, the Chief Executive Officer's annual EICP cash bonus, like that of the other Designated Executives, is payable based upon the successful attainment of specific performance measures established in advance by the P&O Committee, subject to the P&O Committee's discretion to adjust the award downward. During 2000, the Company exceeded its earnings-per-share goal. In addition, the Company's EPS growth relative to the peer group qualified Mr. Mark, along with the other Designated Executives, for a supplemental award. The award generated by the formula exceeded the limit of two times target plus the supplemental award. Therefore, the Board reduced the calculated award from $4,239,795 to $3,140,235, an amount within the formula limit. This represents a 7% increase from the prior year. Total cash awards for the Chief Executive Officer and all executive officers as a group exceeded median bonus levels of the Comparison Group.

RESTRICTED STOCK AWARD

Mr. Mark is also eligible for restricted stock awards under the Company's Long-Term Global Growth Program described above. Mr. Mark's target award opportunity under this program is established in shares of Common Stock rather than cash. For the measurement period 1998 through 2000, it was 97,200 shares. As discussed above, the P&O Committee granted restricted stock awards to Designated Executives and executive officers under the Long-Term Global Growth Program for 2000 based on sales and earnings-per-share growth over the 1998 through 2000 measurement period. Mr. Mark was granted 124,222 shares of restricted stock for the 1998 through 2000 measurement period. The Chief Executive Officer and all executive officers as a group received an award above target based on a pre-established formula relating sales and earnings-per-share growth to target.

STOCK OPTIONS

Mr. Mark did not receive a stock option grant in 2000.

CONCLUSION

In summary, the P&O Committee believes that executive performance significantly influences Company performance. Therefore the P&O Committee's approach to executive compensation is guided by the principle that executives should have the potential for increased earnings when performance objectives are exceeded, provided that there is appropriate downside risk if performance targets are not met.

The foregoing report has been furnished by Mrs. Conway (Chair) and Messrs. Ferguson, Johnson, Kendall and Kogan.

PROPOSALS REQUIRING YOUR VOTE

The following three proposals will be presented at the meeting for your vote. Space is provided in the accompanying proxy card to approve, disapprove or abstain from voting on each of the proposals. If you vote using the telephone or Internet, you will be instructed how to approve, disapprove or abstain from voting on these proposals.

PROPOSAL 1: ELECTION OF DIRECTORS

The Board has nominated seven people for election as directors at the Annual Meeting. All of the nominees are currently serving as directors of the Company and were elected at the 2000 Annual Meeting. If you re-elect them, they will hold office until the next Annual Meeting or until their successors have been elected and qualified.

The nominees are Jill K. Conway, Ronald E. Ferguson, Ellen M. Hancock, David W. Johnson, Richard J. Kogan, Reuben Mark and Howard B. Wentz, Jr. Biographical information regarding the nominees appears on pages 5-7 of this Proxy Statement.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR THE NOMINEES FOR DIRECTOR LISTED ABOVE.

PROPOSAL 2: RATIFICATION OF SELECTION OF AUDITORS

We are asking you to ratify the Board's selection of Arthur Andersen LLP as our independent auditors for 2001. The Audit Committee recommended the selection of Arthur Andersen to the Board. Arthur Andersen has audited the accounts of the Company since its incorporation. The Board considers it desirable to continue the services of Arthur Andersen.

The fees paid or expected to be paid to Arthur Andersen for professional services for audit and non-audit services provided to the Company during 2000 are set forth below. The Audit Committee has considered whether the provision of non-audit services by the independent auditors to the Company is compatible with maintaining the auditor's independence.

AUDIT FEES

The aggregate fees billed or expected to be billed by Arthur Andersen for professional services rendered for the audit of the Company's annual financial statements for the fiscal year ended December 31, 2000 and for the reviews of the financial statements included in the Company's Quarterly Reports on Form 10-Q for that fiscal year are $4,299,000.

FINANCIAL INFORMATION SYSTEMS DESIGN AND IMPLEMENTATION FEES

Arthur Andersen provided no information technology services relating to financial information systems design and implementation during the fiscal year ended December 31, 2000.

ALL OTHER FEES

The aggregate fees billed or expected to be billed by Arthur Andersen for services rendered to the Company, other than the services described above under 'Audit Fees', for the fiscal year ended December 31, 2000 are $964,800.

Representatives of Arthur Andersen are expected to be present at the meeting. They will have the opportunity to make a statement and will be available to respond to appropriate questions. If the stockholders should fail to ratify the selection of auditors, the Board of Directors will designate auditors.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR THE RATIFICATION OF THE SELECTION OF ARTHUR ANDERSEN LLP AS AUDITORS.

PROPOSAL 3: STOCKHOLDER PROPOSAL

The Comptroller of New York City, 1 Centre Street, New York, New York 10017, as custodian of the New York City Fire Department Pension Fund, owner of 224,116 shares of Common Stock, has informed the Company in writing that the fund intends to offer the following resolution for consideration at the Annual Meeting. The Connecticut Retirement Plans and Trust Funds, owner of 129,690 shares of common stock, has co-sponsored this resolution.

Whereas, Colgate-Palmolive Company currently has extensive overseas operations, and

Whereas, reports of human rights abuses in the overseas subsidiaries and suppliers of some U.S.-based corporations has led to an increased public awareness of the problems of child labor, sweatshop conditions, and the denial of labor rights in U.S. corporate overseas operations, and

Whereas, corporate violations of human rights in the overseas operations can lead to negative publicity, public protests, and a loss of consumer confidence which can have a negative impact on shareholder value, and

Whereas, a number of corporations have implemented independent monitoring pilot programs with respected local human rights and religious organizations to strengthen compliance with international human rights norms in selected supplier factories, and

Whereas, the Council on Economic Priorities has established a program on independent monitoring known as the SA 8000 Social Accountability Standards, and

Whereas, these standards incorporate the conventions of the International Labor Organization (ILO) on workplace human rights which include the following principles:

1) All workers have the right to form and join trade unions and to bargain collectively. (ILO Conventions 87 and 98)

2) Workers representatives shall not be the subject of discrimination and shall have access to all workplaces necessary to enable them to carry out their representation functions. (ILO Convention 135)

3) There shall be no discrimination or intimidation in employment. Equality of opportunity and treatment shall be provided regardless of race, color, sex, religion, political

opinion, age, nationality, social origin, or other distinguishing characteristics. (ILO convention 100 and 111)

4) Employment shall be freely chosen. There shall be no use of force, including bonded or prison labor. (ILO Conventions 29 and 105)

5) There shall be no use of child labor. (ILO Convention 138), and,

Whereas, independent monitoring of corporate adherence to these standards is essential if consumer and investor confidence in our company's commitment to human rights is to be maintained,

Therefore, be it resolved that the company commit itself to the full implementation of the aforementioned human rights standards by its international suppliers and in its own international production facilities and commit to a program of outside, independent monitoring of compliance with these standards.

Your Board of Directors unanimously recommends a vote AGAINST the shareholder proposal for the following reasons:

Colgate-Palmolive Company fully supports and adheres to the workplace human rights principles and standards advocated by the proponent. The Company has a long-standing and well-recognized record of its support of human rights for its employees, business partners and their employees and in the communities where Colgate does business worldwide. However, management believes that the SA 8000 outside monitoring program advocated by the proponent is both unnecessary and, particularly with respect to our suppliers' facilities, impractical. It would divert important Company resources away from, rather than advance, the very goals advocated by the proponent.

The Company's commitment to workplace human rights is reflected in the Company's 'Code of Conduct,' first adopted 14 years ago. All Colgate employees receive a copy of the Code, and officers and key employees periodically certify compliance with the Code by themselves and their organizations.

The Code of Conduct expresses the Company's unequivocal position supporting workplace human rights. The Company is committed to equal opportunity for employees at all levels, a safe and healthy workplace, paying fair wages, opportunities for employees to improve their skills and respect for employees' freedom of association. Not only does the Company live by these standards in its own facilities, but the Company also strives to work with business partners who abide by the same standards.

The Company does not tolerate in its own operations, nor will it knowingly work with any supplier or contractor operating with, unacceptable worker treatment, such as the exploitation of children, physical punishment, female abuse, involuntary servitude, or other forms of workplace abuse. To further strengthen compliance with these standards by third-party suppliers, the Company is adding provisions in its global supply contracts requiring compliance with all applicable labor and equal-employment laws and Colgate standards.

Colgate has a Global Business Practices function, headed by an executive officer, which oversees compliance with the standards described above, related training, auditing and enforcement of these standards, and which maintains a telephone and e-mail hotline through which employees may report suspected violations. In addition, the Company has other auditing programs that impact SA 8000 issues, including a program to periodically audit all of its manufacturing and research facilities worldwide for compliance with local law and Colgate standards in the areas of environmental, occupational health and safety. An independent third-party consultant has reviewed and confirmed the reliability and objectivity of this audit program.

Colgate has demonstrated its leadership in the area of human rights in many ways. The Company recently joined nine other multi-national companies and organizations as a charter signatory to the Global Sullivan Principles. The Company has been recognized by the Counsel on Economic Priorities for its accomplishments in the areas of equal opportunity, charitable giving, environment, the advancement of women and minorities, and the working environment. The U.S. Department of Labor has also recognized the Company for its programs promoting the advancement of women, minorities and people with disabilities.

The Company has a long-standing commitment to human rights and fair workplace standards, a firm position in this regard with respect to our suppliers and a well-developed compliance process. The unnecessary monitoring program advocated by proponent would in no way enhance Colgate's efforts in this regard. Rather, management believes that adoption of the proposal would result in a needless diversion of resources that could be better used to enhance shareholder value and to advance the human rights and workplace standards the proponent seeks to promote.

FOR THESE REASONS, THE BOARD OF DIRECTORS RECOMMENDS A VOTE AGAINST THE PROPOSAL.

OTHER INFORMATION

FUTURE STOCKHOLDER PROPOSALS

Under the rules of the Securities and Exchange Commission, if you wish us to include a proposal in the proxy statement for next year's Annual Meeting of Stockholders, we must receive it no later than November 27, 2001.

Under the Company's By-Laws, if you wish to submit a proposal for consideration at next year's Annual Meeting, the Secretary of the Company must receive your proposal at least 60 days but not more than 90 days prior to the date of the meeting. Generally, the Company holds its Annual Meeting of Stockholders during the first or second week of May. Your proposal also must comply with certain information requirements set forth in the Company's By-Laws. You may obtain a copy of our By-Laws from the Secretary. These requirements apply to any matter that a stockholder wishes to raise at the Annual Meeting other than pursuant to the procedures set forth in Rule 14a-8 of the Securities Exchange Act of 1934. The deadline for receiving proposals for consideration at this year's Annual Meeting was March 12, 2001.

NOMINATIONS FOR DIRECTOR

The Committee on Directors will consider nominees recommended by stockholders for election as directors. Nominations by stockholders must be in writing and made in accordance with the information and timely notice requirements of the Company's By-Laws. The deadlines for nominations for this year's and next year's Annual Meetings are described above under 'Future Stockholder Proposals'.

COST AND METHODS OF SOLICITING PROXIES

We pay the cost of soliciting proxies for the meeting. Proxies may be solicited in person by our employees, or by mail, courier, telephone or facsimile. In addition, we have retained D.F. King & Co. Inc. to solicit proxies by mail, courier, telephone and facsimile and to request brokerage houses and other nominees to forward soliciting material to beneficial owners. We will pay a fee of approximately $22,000 to D.F. King & Co. plus expenses for these services.

OTHER BUSINESS

As of the date of this Proxy Statement's printing, we do not intend to submit any matters to the meeting other than those set forth herein, and we know of no additional matters that will be presented by others. However, if any other business should come before the meeting, the directors designated as the Proxy Committee in the enclosed proxy card have discretionary authority to vote your shares with respect to such matters in accordance with their best judgment.

By order of the Board of Directors.

Andrew D. Hendry
Senior Vice President, General Counsel and Secretary

[COLGATE-PALMOLIVE COMPANY LOGO]

NOTICE OF ANNUAL MEETING
OF STOCKHOLDERS AND PROXY STATEMENT

[Logo]
Printed on Recycled Paper

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APPENDIX 1

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COLGATE-PALMOLIVE CHILE
ONE PLUS ONE SAVING PLAN

COLGATE-PALMOLIVE FRANCE
STOCK/SAVINGS PLAN

COLGATE-PALMOLIVE GERMANY
STOCK/SAVINGS PLAN

COLGATE-PALMOLIVE PHILS., INC.
STOCK/SAVINGS PLAN

COLGATE-PALMOLIVE PR
SAVINGS AND INVESTMENT PLAN

To: Plan Participants

As a participant in one of the Plans listed above, you may direct the manner in which shares of Colgate-Palmolive Company Common Stock allocable to your interest in the Colgate-Palmolive Stock Fund established under such Plan shall be voted at the annual meeting of stockholders of Colgate-Palmolive Company to be held in New York, New York on May 10, 2001 or at any adjournments thereof.

YOU ARE ENCOURAGED TO SPECIFY YOUR CHOICES BY MARKING THE APPROPRIATE BOXES, SEE REVERSE SIDE, BUT YOU NEED NOT MARK ANY BOXES IF YOU WISH TO VOTE IN ACCORDANCE WITH THE BOARD OF DIRECTORS' RECOMMENDATIONS. IF A SIGNED CARD IS NOT RETURNED, SHARES ALLOCABLE TO YOUR INTEREST IN THE COLGATE-PALMOLIVE STOCK FUND WILL BE VOTED IN THE SAME PROPORTION AS SHARES FOR WHICH INSTRUCTION CARDS ARE RECEIVED.

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[X] Please mark your votes as in this example.

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THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO DIRECTION IS MADE AND THIS PROXY IS EXECUTED AND RETURNED, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD'S RECOMMENDATIONS.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ITEMS 1 AND 2 AND AGAINST ITEM 3.

	FOR	WITHHELD	
1. Election of Directors.	[ ]	[ ]	Election of Directors, Nominees: 01. J.K. Conway 05. R.J. Kogan 02. R.E. Ferguson 06. R. Mark 03. E.M. Hancock 07. H.B. Wentz, Jr. 04. D.W. Johnson

	FOR	AGAINST	ABSTAIN
2. Ratify selection of Arthur Andersen LLP as Auditors.	[ ]	[ ]	[ ]
3. Stockholder Proposal on Social Accountability Standards.	[ ]	[ ]	[ ]

FOR, except vote withheld from the following nominee(s):

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In its discretion, the Proxy Committee is authorized to vote upon such other business as may properly come before the meeting.

NOTE: Please sign exactly as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

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SIGNATURE(S) DATE

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APPENDIX 2

COLGATE-PALMOLIVE (HELLAS) S.A.I.C. STOCK/SAVINGS PLAN	KOLYNOS DO BRASIL LTDA. STOCK ACQUISITION PLAN	COLGATE-PALMOLIVE (C.A.) INC. HONDURAS STOCK/SAVINGS PLAN
COLGATE-PALMOLIVE, S.A. DE C.V. RETIREMENT/PENSION PLAN AND SENIORITY PREMIUM	COLGATE-PALMOLIVE (C.A.) INC. COSTA RICA STOCK/SAVINGS PLAN	COLGATE-PALMOLIVE (C.A.) INC. NICARAGUA STOCK/SAVINGS PLAN
COLGATE-PALMOLIVE (POLAND) SP. Z 0.0 GLOBAL STOCK/SAVINGS PLAN	COLGATE-PALMOLIVE (C.A.) INC. EL SALVADOR STOCK/SAVINGS PLAN	COLGATE-PALMOLIVE (C.A.) INC. PANAMA STOCK/SAVINGS PLAN
COLGATE-PALMOLIVE ARGENTINA S.A. "MAS POR VOS"	COLGATE-PALMOLIVE (C.A.) INC. GUATEMALA STOCK/SAVINGS PLAN	COLGATE-PALMOLIVE THAILAND STOCK/SAVINGS PLAN

PROXY SOLICITED BY THE BOARD OF DIRECTORS OF COLGATE-PALMOLIVE COMPANY
FOR ANNUAL MEETING ON MAY 10, 2001

The undersigned hereby appoints as proxies, with full power of substitution to each, REUBEN MARK, JILL K. CONWAY and HOWARD B. WENTZ, JR. (the Proxy Committee) to vote as designated on the reverse side all shares that the undersigned would be entitled to vote at the annual meeting of stockholders of the Company to be held in New York, New York on May 10, 2001 or at any adjournments thereof. Action hereunder may be taken by a majority of said proxies or their substitutes who are present or if only one be present, then by that one.

YOU ARE ENCOURAGED TO SPECIFY YOUR CHOICES BY MARKING THE APPROPRIATE BOXES, SEE REVERSE SIDE, BUT YOU NEED NOT MARK ANY BOXES IF YOU WISH TO VOTE IN ACCORDANCE WITH THE BOARD OF DIRECTORS' RECOMMENDATIONS. THE PROXY COMMITTEE CANNOT VOTE YOUR SHARES UNLESS YOU SIGN AND RETURN THIS CARD.

(Continued and to be signed on other side.)

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[X] Please mark your votes as in this example.

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THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO DIRECTION IS MADE AND THIS PROXY IS EXECUTED AND RETURNED, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD'S RECOMMENDATIONS.

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ITEMS 1 AND 2 AND AGAINST ITEM 3.

- ---

	FOR	WITHHELD			FOR	AGAINST	ABSTAIN
1. Election of Directors.	[ ]	[ ]	Election of Directors, Nominees: 01. J.K. Conway 05. R.J. Kogan 02. R.E. Ferguson 06. R. Mark 03. E.M. Hancock 07. H.B. Wentz, Jr. 04. D.W. Johnson	2. Ratify selection of Arthur Andersen LLP as Auditors.	[ ]	[ ]	[ ]
				3. Stockholder Proposal on Social Accountability Standards.	[ ]	[ ]	[ ]

FOR, except vote withheld from the following nominee(s):

- ---

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In its discretion, the Proxy Committee is authorized to vote upon such other business as may properly come before the meeting.

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NOTE: Please sign exactly as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

SIGNATURE(S) DATE

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APPENDIX 3

COLGATE-PALMOLIVE AUSTRALIA
EMPLOYEE SHARE SCHEME

COLGATE-PALMOLIVE DOMINICAN REPUBLIC
STOCK/SAVINGS PLAN

COLGATE-PALMOLIVE U.K.
STOCK/SAVINGS PLAN

To: Plan Participants

As a participant in one of the Plans listed above, you may direct the manner in which shares of Colgate-Palmolive Company Common Stock allocable to your interest in the Colgate-Palmolive Stock Fund established under such Plan shall be voted by the Trustee at the annual meeting of stockholders of Colgate-Palmolive Company to be held in New York, New York on May 10, 2001 or at any adjournments thereof.

YOU ARE ENCOURAGED TO SPECIFY YOUR CHOICES BY MARKING THE APPROPRIATE BOXES, SEE REVERSE SIDE, BUT YOU NEED NOT MARK ANY BOXES IF YOU WISH TO VOTE IN ACCORDANCE WITH THE BOARD OF DIRECTORS' RECOMMENDATIONS. IF A SIGNED CARD IS NOT RETURNED, SHARES ALLOCABLE TO YOUR INTEREST IN THE PLAN WILL NOT BE VOTED.

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THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO DIRECTION IS MADE AND THIS PROXY IS EXECUTED AND RETURNED, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD'S RECOMMENDATIONS.

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ITEMS 1 AND 2 AND AGAINST ITEM 3.

- --

	FOR	WITHHELD	
1. Election of Directors.	[ ]	[ ]	Election of Directors, Nominees: 01. J.K. Conway 05. R.J. Kogan 02. R.E. Ferguson 06. R. Mark 03. E.M. Hancock 07. H.B. Wentz, Jr. 04. D.W. Johnson

	FOR	AGAINST	ABSTAIN
2. Ratify selection of Arthur Andersen LLP as Auditors.	[ ]	[ ]	[ ]
3. Stockholder Proposal on Social Accountability Standards.	[ ]	[ ]	[ ]

FOR, except vote withheld from the following nominee(s):

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- --

In its discretion, the Proxy Committee is authorized to vote upon such other business as may properly come before the meeting.

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NOTE: Please sign exactly as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

SIGNATURE(S) DATE

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APPENDIX 4

COLGATE-PALMOLIVE CANADA INC.
STOCK/SAVINGS PLAN

PROXY SOLICITED BY THE BOARD OF DIRECTORS OF COLGATE-PALMOLIVE COMPANY
FOR ANNUAL MEETING ON MAY 10, 2001

The undersigned hereby appoints as proxies, with full power of substitution to each, REUBEN MARK, JILL K. CONWAY and HOWARD B. WENTZ, JR. (the Proxy Committee) to vote as designated on the reverse side all shares that the undersigned would be entitled to vote at the annual meeting of stockholders of the Company to be held in New York, New York on May 10, 2001 or at any adjournments thereof. Action hereunder may be taken by a majority of said proxies or their substitutes who are present or if only one be present, then by that one.

YOU ARE ENCOURAGED TO SPECIFY YOUR CHOICES BY MARKING THE APPROPRIATE BOXES, SEE REVERSE SIDE, BUT YOU NEED NOT MARK ANY BOXES IF YOU WISH TO VOTE IN ACCORDANCE WITH THE BOARD OF DIRECTORS' RECOMMENDATIONS. THE PROXY COMMITTEE CANNOT VOTE YOUR SHARES UNLESS YOU SIGN AND RETURN THIS CARD.

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THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO DIRECTION IS MADE AND THIS PROXY IS EXECUTED AND RETURNED, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD'S RECOMMENDATIONS.

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THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ITEMS 1 AND 2 AND AGAINST ITEM 3.

- --

	FOR	WITHHELD	
1. Election of Directors.	[ ]	[ ]	Election of Directors, Nominees: 01. J.K. Conway 02. R.E. Ferguson 03. E.M. Hancock 04. D.W. Johnson 05. R.J. Kogan 06. R. Mark 07. H.B. Wentz, Jr.

	FOR	AGAINST	ABSTAIN
2. Ratify selection of Arthur Andersen LLP as Auditors.	[ ]	[ ]	[ ]
3. Stockholder Proposal on Social Accountability Standards.	[ ]	[ ]	[ ]

FOR, except vote withheld from the following nominee(s):

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In its discretion, the Proxy Committee is authorized to vote upon such other business as may properly come before the meeting.

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NOTE: Please sign exactly as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

SIGNATURE(S) DATE

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o VOTE BY INTERNET--www.eproxyvote.com/cl2
USE THE INTERNET TO TRANSMIT YOUR VOTING INSTRUCTIONS ANYTIME BEFORE 11:59 P.M. ON MAY 9, 2001. HAVE YOUR PROXY CARD IN HAND WHEN YOU ACCESS THE WEB SITE. YOU WILL BE PROMPTED TO ENTER THE VOTER CONTROL NUMBER LOCATED IN THE BOX ABOVE.

o VOTE BY PHONE 1-877-779-8683
USE ANY TOUCH-TONE TELEPHONE TO TRANSMIT YOUR VOTING INSTRUCTIONS ANYTIME BEFORE 11:59 P.M. ON MAY 9, 2001. HAVE YOUR PROXY CARD IN HAND WHEN YOU CALL. YOU WILL BE PROMPTED TO ENTER THE VOTER CONTROL NUMBER LOCATED IN THE BOX ABOVE AND THEN FOLLOW THE SIMPLE INSTRUCTIONS YOU ARE GIVEN.

o VOTE BY MAIL
DETACH THE ABOVE PROXY CARD. MARK, SIGN AND DATE THE CARD AND THEN RETURN IT USING THE ENCLOSED POSTAGE-PAID REPLY ENVELOPE.

APPENDIX 5

COLGATE-PALMOLIVE COMPANY

EMPLOYEES SAVINGS AND INVESTMENT PLAN

To: Plan Participants

P R O X Y

As a participant in the above Plan, you may direct the manner in which shares of Company Common Stock and/or Convertible Preference Stock allocable to your interest in the Trust Funds established under such Plan shall be voted by the appropriate Trustee at the annual meeting of stockholders to be held in New York, New York on May 10, 2001 or at any adjournments thereof.

You are encouraged to specify your choices by marking the appropriate boxes, SEE REVERSE SIDE, but you need not mark any boxes if you wish to vote in accordance with the Board of Directors' recommendations. If a signed card is not returned, shares allocable to your interest in the Plan may be voted in the same proportion as shares for which instruction cards are received.

(Continued and to be signed on other side.)

- --

^FOLD AND DETACH HERE^

ANNUAL MEETING

OF

COLGATE-PALMOLIVE COMPANY STOCKHOLDERS

THURSDAY, MAY 10, 2001

YOUR VOTE IS IMPORTANT TO US. PLEASE DETACH THE ABOVE PROXY CARD, AND SIGN, DATE AND MAIL IT USING THE ENCLOSED REPLY ENVELOPE AT YOUR EARLIEST CONVENIENCE. YOUR VOTE IS HELD IN CONFIDENCE BY OUR OUTSIDE TABULATOR, FIRST CHICAGO TRUST COMPANY OF NEW YORK.

- --

[X] Please mark your votes as in this example.

4061

THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO DIRECTION IS MADE AND THIS PROXY IS EXECUTED AND RETURNED, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD'S RECOMMENDATIONS.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ITEMS 1 AND 2 AND AGAINST ITEM 3.

	FOR	WITHHELD	
1. Election of Directors.	[ ]	[ ]	Election of Directors, Nominees: 01. J.K. Conway 02. R.E. Ferguson 03. E.M. Hancock 04. J.W. Johnson 05. R.J. Kogan 06. R. Mark 07. H.B. Wentz, Jr.

	FOR	AGAINST	ABSTAIN
2. Ratify selection of Arthur Andersen LLP as Auditors.	[ ]	[ ]	[ ]
3. Stockholder Proposal on Social Accountability Standards.	[ ]	[ ]	[ ]

FOR, except vote withheld from the following nominee(s):

____

In its discretion, the Proxy Committee is authorized to vote upon such other business as may properly come before the meeting.

NOTE: Please sign exactly as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

SIGNATURE(S) DATE

^FOLD AND DETACH HERE^

- VOTE BY INTERNET--www.eproxyvote.com/cl1
  USE THE INTERNET TO TRANSMIT YOUR VOTING INSTRUCTIONS ANYTIME BEFORE 11:59 P.M. ON MAY 9, 2001. HAVE YOUR PROXY CARD IN HAND WHEN YOU ACCESS THE WEB SITE. YOU WILL BE PROMPTED TO ENTER THE VOTER CONTROL NUMBER LOCATED IN THE BOX ABOVE.

- VOTE BY PHONE 1-877-779-8683
  USE ANY TOUCH-TONE TELEPHONE TO TRANSMIT YOUR VOTING INSTRUCTIONS ANYTIME BEFORE 11:59 P.M. ON MAY 9, 2001. HAVE YOUR PROXY CARD IN HAND WHEN YOU CALL. YOU WILL BE PROMPTED TO ENTER THE VOTER CONTROL NUMBER LOCATED IN THE BOX ABOVE AND THEN FOLLOW THE SIMPLE INSTRUCTIONS YOU ARE GIVEN.

- VOTE BY MAIL
  DETACH THE ABOVE PROXY CARD. MARK, SIGN AND DATE THE CARD AND THEN RETURN IT USING THE ENCLOSED POSTAGE-PAID REPLY ENVELOPE.

APPENDIX 6

COLGATE-PALMOLIVE COMPANY
300 PARK AVENUE, NEW YORK, NY 10022

PROXY SOLICITED BY THE BOARD OF DIRECTORS OF COLGATE-PALMOLIVE COMPANY
FOR ANNUAL MEETING ON MAY 10, 2001

The undersigned hereby appoints as proxies, with full power of substitution to each, REUBEN MARK, JILL K. CONWAY and HOWARD B. WENTZ, JR. (the Proxy Committee) to vote as designated on the reverse side all shares that the undersigned would be entitled to vote at the annual meeting of stockholders of the Company to be held in New York, New York on May 10, 2001 or at any adjournments thereof. Action hereunder may be taken by a majority of said proxies or their substitutes who are present or if only one be present, then by that one.

YOU ARE ENCOURAGED TO SPECIFY YOUR CHOICES BY MARKING THE APPROPRIATE BOXES, SEE REVERSE SIDE, BUT YOU NEED NOT MARK ANY BOXES IF YOU WISH TO VOTE IN ACCORDANCE WITH THE BOARD OF DIRECTORS' RECOMMENDATIONS. THE PROXY COMMITTEE CANNOT VOTE YOUR SHARES UNLESS YOU SIGN AND RETURN THIS CARD.

(Continued and to be signed on other side.)

- --

^FOLD AND DETACH HERE^

[X] Please mark your votes as in this example.

5638

THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED IN THE MANNER DIRECTED HEREIN. IF NO DIRECTION IS MADE AND THIS PROXY IS EXECUTED AND RETURNED, THIS PROXY WILL BE VOTED IN ACCORDANCE WITH THE BOARD'S RECOMMENDATIONS.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR ITEMS 1 AND 2 AND AGAINST ITEM 3.

	FOR	WITHHELD	
1. Election of Directors.	[ ]	[ ]	Election of Directors, Nominees: 01. J.K. Conway 02. R.E. Ferguson 03. E.M. Hancock 04. D.W. Johnson 05. R.J. Kogan 06. R. Mark 07. H.B. Wentz, Jr.

	FOR	AGAINST	ABSTAIN
2. Ratify selection of Arthur Andersen LLP as Auditors.	[ ]	[ ]	[ ]
3. Stockholder Proposal on Social Accountability Standards.	[ ]	[ ]	[ ]

FOR, except vote withheld from the following nominee(s):

In its discretion, the Proxy Committee is authorized to vote upon such other business as may properly come before the meeting.

NOTE: Please sign exactly as name appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, trustee or guardian, please give full title as such.

SIGNATURE(S) DATE

^FOLD AND DETACH HERE^

- VOTE BY INTERNET--www.eproxyvote.com/cl
  USE THE INTERNET TO TRANSMIT YOUR VOTING INSTRUCTIONS ANYTIME BEFORE 11:59 P.M. ON MAY 9, 2001. HAVE YOUR PROXY CARD IN HAND WHEN YOU ACCESS THE WEB SITE. YOU WILL BE PROMPTED TO ENTER THE VOTER CONTROL NUMBER LOCATED IN THE BOX ABOVE.

- VOTE BY PHONE 1-877-779-8683
  USE ANY TOUCH-TONE TELEPHONE TO TRANSMIT YOUR VOTING INSTRUCTIONS ANYTIME BEFORE 11:59 P.M. ON MAY 9, 2001. HAVE YOUR PROXY CARD IN HAND WHEN YOU CALL. YOU WILL BE PROMPTED TO ENTER THE VOTER CONTROL NUMBER LOCATED IN THE BOX ABOVE AND THEN FOLLOW THE SIMPLE INSTRUCTIONS YOU ARE GIVEN.

- VOTE BY MAIL
  DETACH THE ABOVE PROXY CARD. MARK, SIGN AND DATE THE CARD AND THEN RETURN IT USING THE ENCLOSED POSTAGE-PAID REPLY ENVELOPE.