| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | | | | | | | | | |
|------------------------|-----------|--|--|--|--|--|--|--|--|
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| hours ner response: | 05 | | | | | | | | |

| nours per response. | 0.5 | |
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| | | |
| onship of Reporting Person(s) to Issuer | | |

| 1. Nume and Address of Reporting Ferson | | | 2. Issuer Name and Ticker or Trading Symbol COLGATE PALMOLIVE CO [CL] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---|--|------------------|--|------------|---|---------------------------------------|--|--|--|--|
| | | | | | Director | 10% Owner | | | | |
| | Last) (First) (Middle) C/O COLGATE-PALMOLIVE COMPANY 800 PARK AVENUE | | 3. Date of Earliest Transaction (Month/Day/Year) 12/17/2012 | _ X | Officer (give title below) VP, Global Sup | Other (specify below) ply Chain | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) NEW YORK | NY | 10022 | | Line) X | Form filed by One Re Form filed by More th Person | | | | | |
| (City) | (State) | (Zip) | | | Feison | | | | | |
| | | Table I - Non-De | erivative Securities Acquired, Disposed of, or Ben | eficially | Owned | | | | | |

Perivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | tion Date, Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|--|---|--------|---------------|---------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 12/17/2012 | | M ⁽¹⁾ | | 1,000 | A | \$79.52 | 12,436 | D | |
| Common Stock | 12/17/2012 | | S ⁽²⁾ | | 1,000 | D | \$105.9 | 11,436 | D | |
| Common Stock | | | | | | | | 23,461 | I | By Issuer's 401(k) Plan Trustee |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Deri Sec Acq (A) (Disp of (I | Expiration Date (Month/Day/Year) urities urities or posed D) D) str. 3, 4 | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--|---|---------------------|--------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Option (Right to Buy) | \$79.52 | 12/17/2012 | | M ⁽¹⁾ | | | 1,000 | 09/11/2011 | 09/11/2014 | Common Stock | 1,000 | \$0 | 8,000 | D | |

Explanation of Responses:

1. Exercise of stock options awarded under the issuer's employee stock option plan. This transaction was effected pursuant to a Rule 10b5-1 trading plan.

2. Sale of shares with a portion of the proceeds delivered to the issuer for payment of the exercise price of options under the issuer's employee stock option plan and the related tax withholding. This transaction was effected pursuant to a Rule 10b5-1 trading plan.

Remarks:

/s/ Nina Huffman, Attorney-in-12/19/2012

Fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.