

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>HUSTON JOHN J</u>  (Last) (First) (Middle) <u>C/O COLGATE-PALMOLIVE COMPANY</u> <u>300 PARK AVENUE</u>  (Street) <u>NEW YORK NY 10022</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>COLGATE PALMOLIVE CO [ CL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr.V.P.Office of the Chairman</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/04/2011</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/04/2011		M <sup>(1)</sup>		20,000	A	\$68.15	65,937	D	
Common Stock	11/04/2011		M <sup>(1)</sup>		17,500	A	\$60.68	83,437	D	
Common Stock	11/04/2011		M <sup>(1)</sup>		17,000	A	\$55.11	100,437	D	
Common Stock	11/04/2011		M <sup>(1)</sup>		16,000	A	\$51.545	116,437	D	
Common Stock	11/04/2011		S <sup>(2)</sup>		70,500	D	\$87.429	45,937	D	
Common Stock								14,773	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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
Stock Option (Right to Buy)	\$68.15	11/04/2011		M <sup>(1)</sup>			20,000	09/12/2010	09/12/2013	Common Stock	20,000	\$0	0	D	
Stock Option (Right to Buy)	\$60.68	11/04/2011		M <sup>(1)</sup>			17,500	09/07/2009	09/07/2012	Common Stock	17,500	\$0	0	D	
Stock Option (Right to Buy)	\$55.11	11/04/2011		M <sup>(1)</sup>			17,000	09/12/2005	09/12/2012	Common Stock	17,000	\$0	0	D	
Stock Option (Right to Buy)	\$51.545	11/04/2011		M <sup>(1)</sup>			16,000	03/13/2006	03/13/2013	Common Stock	16,000	\$0	0	D	

**Explanation of Responses:**

- Exercise of stock options awarded under the issuer's employee stock option plan.
- 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.

**Remarks:**

Joyce McCarthy by power of attorney 11/08/2011

\*\* Signature of Reporting Person Date

\* 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.**