HENDRY ANDREW D

Form 4

August 19, 2010

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31, 2005

0.5

Estimated average

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * HENDRY ANDREW D               |                                      |   | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>COLGATE PALMOLIVE CO [CL] |  |                |      |                                |                             | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable) |  |  |            |  |
|---|--------------------------------------|---|--|--|----------------|------|--------------------------------|-----------------------------|--|--|--|------------|--|
| (Last) (First) (Middle)  C/O COLGATE-PALMOLIVE COMPANY, 300 PARK AVENUE |                                      |   | /E   | 3. Date of (Month/D 08/17/20                         | ay/Year)       |      | ansaction                      |                             |  | Director 10% Owner _X_ Officer (give title Other (specify below) Sr VP, Gen Counsel & Secretary  |  |            |  |
| (Street)  NEW YORK, NY 10022  |                                      |   |  | 4. If Amendment, Date Original Filed(Month/Day/Year) |                |      |                                |                             |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |            |  |
|   | (City)                               | (State)                                 | (Zip)  | Table  | e I - Nor      | ı-De | erivative                      | Secur                       | ities Acq  | uired, Disposed of   | f, or Beneficial   | ly Owned   |  |
|   | 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | Execution any  |  | Code (Instr. 8 | 3)   | 4. Securin(A) or Di (Instr. 3, | spose<br>4 and<br>(A)<br>or | d of (D)   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                             | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |            |  |
|   | Common<br>Stock                      | 08/17/2010                              |  |  | S <u>(1)</u>   | •    | 1,000                          | D                           | \$<br>76.24  | 146,111  | D  |            |  |
|   | Common<br>Stock                      |   |  |  |                |      |                                |                             |  | 3,761  | I  | By Son (2) |  |
|   | Common<br>Stock                      |   |  |  |                |      |                                |                             |  | 284  | I  | By Spouse  |  |
|   |                                      |   |  |  |                |      |                                |                             |  |  |  |            |  |

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

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(9-02)

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#### number.

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

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.                       | 6. Date Exerc | cisable and | 7. Titl      | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|--------------------------|---------------|-------------|--------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber Expiration Date |               | ate         | Amou         | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of                       | (Month/Day/   | Year)       | Under        | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ                | e             |             | Securi       | ities    | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities               | 3             |             | (Instr.      | 3 and 4) |             | Owne   |
|             | Security    |                     |                    |            | Acquired                 |               |             |              |          |             | Follo  |
|             | •           |                     |                    |            | (A) or                   |               |             |              |          |             | Repo   |
|             |             |                     |                    |            | Disposed                 |               |             |              |          |             | Trans  |
|             |             |                     |                    |            | of (D)                   |               |             |              |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3,               |               |             |              |          |             |        |
|             |             |                     |                    |            | 4, and 5)                |               |             |              |          |             |        |
|             |             |                     |                    |            |                          |               |             |              | A        |             |        |
|             |             |                     |                    |            |                          |               |             |              | Amount   |             |        |
|             |             |                     |                    |            |                          | Date          | Expiration  | TT:41        | or       |             |        |
|             |             |                     |                    |            |                          | Exercisable   | e Date      | Title Number |          |             |        |
|             |             |                     |                    | G 1 17     | (1) (D)                  |               |             |              | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)                  |               |             |              | Shares   |             |        |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HENDRY ANDREW D C/O COLGATE-PALMOLIVE COMPANY 300 PARK AVENUE NEW YORK, NY 10022

Sr VP, Gen Counsel & Secretary

## **Signatures**

Nina D. Gillman by power of attorney 08/19/2010

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) The sale reported in this Form 4 is effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 17, 2010, for retirement planning purposes.
- (2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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