#### KOGAN RICHARD J

Form 4

February 11, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

**OMB APPROVAL** 

Number:

3235-0287

Expires:

January 31, 2005

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if no longer

**SECURITIES** 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)

See Instruction

1. Name and Address of Reporting Person ** KOGAN RICHARD J			2. Issuer Name <b>and</b> Ticker Symbol	or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	COLGATE PALMOLIVE CO [CL]  3. Date of Earliest Transaction		(Check all applicable)			
C/O COLGATE-PALMOLIVE COMPANY, 300 PARK AVENUE			(Month/Day/Year) 02/07/2013		_X_ Director Officer (give title below) below	_ Other (specify		
(Street)			4. If Amendment, Date Orig	inal	6. Individual or Joint/Group Filing(Check			
NEW YO	RK, NY 10022		Filed(Month/Day/Year)		Applicable Line) _X_ Form filed by One Report Form filed by More than C Person	0		
(City)	(State)	(Zip)	Table I - Non-Derivat	ve Securities Acq	uired, Disposed of, or Bene	eficially Owned		
1.Title of	2. Transaction D	ate 2A. Deeme	d 3. 4. Secu	rities Acquired (A)	5. Amount of 6.	7. Nature		

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or				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)
Common Stock	02/07/2013		Code V M(1)	Amount 4,000	(D)	Price \$ 53.915	47,116	D	
Common Stock	02/07/2013		S(2)	4,000	D	\$ 109.8363 (3)	43,116	D	

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

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# 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)	omf Derivative		f Derivative Expiration Date lecurities (Month/Day/Year) Acquired A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 53.915	02/07/2013		M(1)		4,000	02/17/2008	02/17/2015	Common Stock	4,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
AN RICHARD J COLGATE-PALMOLIVE COMPANY PARK AVENUE Y YORK, NY 10022	X					

## **Signatures**

KOGA C/O C 300 PA NEW

/s/ Nina Huffman by power of attorney 02/11/2013

\*\*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) Exercise of stock options awarded under the issuer's Non-Employee Director Stock Option 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 Non-Employee Director Stock Option Plan.

Weighted average price, as these shares were sold in multiple transactions at prices ranging from \$109.8301 to \$109.8365, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, additional information regarding the number of shares sold at each separate price within the range set forth in

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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