

COLGATE PALMOLIVE CO  
Form 4  
August 05, 2008

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CONWAY JILL K

(Last) (First) (Middle)

C/O COLGATE-PALMOLIVE COMPANY, 300 PARK AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
COLGATE PALMOLIVE CO [CL]

3. Date of Earliest Transaction (Month/Day/Year)  
08/01/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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	08/01/2008		M <sup>(1)</sup>	1,334 A \$ 43.25	2,518	I	By Jill K. Conway Trust
Common Stock	08/01/2008		M <sup>(1)</sup>	999 A \$ 57.75	3,517	I	By Jill K. Conway Trust
Common Stock	08/01/2008		M <sup>(1)</sup>	1,095 A \$ 52.66	4,612	I	By Jill K. Conway Trust
Common Stock	08/01/2008		F <sup>(2)</sup>	2,325 D \$ 74.44	2,287	I	By Jill K. Conway

Common Stock	08/04/2008	S	1,103	D	\$ 74.23	1,184	I	Trust By Jill K. Conway Trust
Common Stock						32,568	D	

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

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(9-02)

**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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 43.25	08/01/2008		M <sup>(1)</sup>	1,334	02/17/2002 02/17/2009	Common Stock	1,334
Stock Option (Right to Buy)	\$ 57.75	08/01/2008		M <sup>(1)</sup>	999	10/24/2000 02/17/2009	Common Stock	999
Stock Option (Right to Buy)	\$ 52.66	08/01/2008		M <sup>(1)</sup>	1,095	10/24/2001 02/17/2009	Common Stock	1,095

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

X

CONWAY JILL K  
C/O COLGATE-PALMOLIVE COMPANY  
300 PARK AVENUE  
NEW YORK, NY 10022

## Signatures

Nina D. Gillman by power of attorney  
08/05/2008

\_\_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 expiring stock options awarded under the issuer's Non-Employee Director stock option plan, with option shares delivered to the Jill K. Conway Trust.
- (2) The exercise price of the options was satisfied by the Company's withholding shares otherwise deliverable upon exercise of the options.

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

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