

MOISON FRANCK J
Form 4
May 07, 2009

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 *
MOISON FRANCK J

2. Issuer Name and Ticker or Trading Symbol
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

3. Date of Earliest Transaction (Month/Day/Year)
05/05/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Pres., Glob. Bus. Dev. & Tech.

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10022

(City) (State) (Zip)

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	03/27/2009		G ⁽¹⁾	V 41 D 11 76,179	D		
Common Stock	04/03/2009		G ⁽¹⁾	V 25 D 11 76,154	D		
Common Stock	05/05/2009		M ⁽²⁾	10,000 A \$ 55.6563 86,154	D		
Common Stock	05/05/2009		M ⁽²⁾	15,000 A \$ 56.565 101,154	D		
Common Stock	05/05/2009		F ⁽³⁾	23,639 D \$ 61.56 77,515	D		

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Common Stock	05/06/2009	<u>S</u> (4)	218	D	\$ 61.1754	77,297	D
Common Stock	05/06/2009	<u>M</u> (2)	10,000	A	\$ 56.565	87,297	D
Common Stock	05/06/2009	<u>F</u> (3)	9,513	D	\$ 61.35	77,784	D
Common Stock	05/07/2009	<u>S</u> (4)	78	D	\$ 61.9118	77,706	D

Common Stock						1,189	I	By Issuer's 401(k) Plan Trustee
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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 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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 55.6563	05/05/2009		<u>M</u> (2)	10,000	09/09/2002	09/09/2009	Common Stock	10,000
Stock Option (Right to Buy)	\$ 56.565	05/05/2009		<u>M</u> (2)	15,000	09/11/2006	09/11/2009	Common Stock	15,000
Stock Option (Right to Buy)	\$ 56.565	05/06/2009		<u>M</u> (2)	10,000	09/11/2006	09/11/2009	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOISON FRANCK J C/O COLGATE-PALMOLIVE COMPANY 300 PARK AVENUE NEW YORK, NY 10022			Pres., Glob. Bus. Dev. & Tech.	

Signatures

Nina D. Gillman by power of attorney 05/07/2009

 **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) Bona fide gift
 - (2) Exercise of stock options awarded under the issuer's employee stock option plan.
 - (3) The exercise price of the options and related withholding requirement was satisfied by the Company's withholding shares otherwise deliverable upon exercise of the options.
 - (4) Sale of shares (with proceeds delivered to the Company) for payment of tax liability above minimum required statutory withholding (but not in excess of full applicable statutory tax rates) incident to the exercise of the option under the issuer's employee stock option plan.

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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