

COLGATE PALMOLIVE CO

Reported by **VERDUIN PATRICIA**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/19/17 for the Period Ending 04/17/17

Address 300 PARK AVE

NEW YORK, NY 10022

Telephone 2123102000

CIK 0000021665

Symbol CL

SIC Code 2844 - Perfumes, Cosmetics, and Other Toilet Preparations

Industry Personal Products

Sector Consumer Non-Cyclicals

Fiscal Year 12/31



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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

Name and Address of Reporting Person *													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Verduin Pat	tricia			\mathbf{C}	OL	GATI	E PALM	IOL	IVE	CO [\mathbf{CL}	4]						
					3. Date of Earliest Transaction (MM/DD/YYYY)								Director 10% Owner					
(Edst) (First) (Wildle)						, , , , , , , , , , , , , , , , , , ,								X Officer (give title below) Other (specify below)				
C/O COLGATE-PALMOLIVE						4/17/2017								logy Offi	cer			
COMPANY, 300 PARK AVENUE (Street)					4. If Amendment, Date Original Filed (MM/DD/YYYY)								6. Individual or Joint/Group Filing (Check Applicable Line)					
NEW YORK, NY 10022					·								X Form filed by One Reporting Person					
(City) (State) (Zip)													Form filed by More than One Reporting Person					
				<u> </u>														
			Table I	- Non-De	rivat	tive Sec	urities A	equir		•			neficially Owne	ed				
1. Title of Security (Instr. 3)			Trans. Date	2A. Deemed Execution Date, if any		3. Trans. Co (Instr. 8)	or Dis		curities Acquired (A) sposed of (D) . 3, 4 and 5)		F	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			6. Ownership Form:	7. Nature of Indirect Beneficial		
							Code	v	Amou	(A) c		Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock				4/17/2017			M (1)	ľ	3833	. ,		45.23	:	53022		D		
Common Stock 4/1				4/17/2017	/2017		S (2)		3833	D	\$7	73.72	49189			D		
								-									Bv	
Common Stock													6724			I	Issuer's 401(k) Plan Trustee	
	Ta	ble II - Der	ivative S	Securities	Bene	eficially	Owned (e.g.	, puts	s, calls,	warı	rants,	options, conve	rtible sec	urities)			
Title of Derivate		3. Trans.			ns. Code 8 5. Numb Derivativ Securitie (A) or D (D)			6. Date Exercisable and 7. Ti						9. Number of	10.	11. Nature		
Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date	Execution Date, if ar	n (Instr. 8)				Expiration D		Date	Der	curities Urivative S str. 3 and		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following	Form of	of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exerc	eisable	Expiratio Date	n Titl	le	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect		
Stock Option (Right to Buy)	\$45.23	4/17/2017		M (1)			3833	1	(3)	9/8/2017		ommon Stock	3833	\$0	15332	D		

Explanation of Responses:

- (1) Exercise of stock options awarded under the issuer's employee stock option plan. This transaction was effected pursuant to a Rule 10b5-1 trading 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 employee stock option plan and the related tax withholding. This transaction was effected pursuant to a Rule 10b5-1 trading plan.
- (3) Option became exercisable in one-third increments beginning on the first anniversary of the September 8, 2011 grant date.

Reporting Owners

Reporting Owners										
Reporting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
Verduin Patricia										
C/O COLGATE-PALMOLIVE COMPANY			Chief Teehnelegy Officer							
300 PARK AVENUE			Chief Technology Officer							
NEW YORK, NY 10022										

Signatures

/s/ Kristine Hutchinson, Attorney-in-Fact

4/19/2017

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

- * 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 control number.