THOMPSON DELIA H

Form 4/A March 11, 2013

FORM 4

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

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

information contained in this form are not

required to respond unless the form

January 31, 2005

0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

THOMPSON DELIA H

1. Name and Address of Reporting Person *

HOMFSON DELIA II	Symbol COLG	SATE PALMOLIVE CO [CL]	100001				
(Last) (First) (I	Middle) 3. Date (Month, VE 02/26/	of Earliest Transaction /Day/Year)	(Check all applicable) Director 10% Owner _X Officer (give title Other (specify below) SrVP Investor Relations				
(Street) NEW YORK, NY 10022	Filed(M 02/28/	nendment, Date Original onth/Day/Year) 2013	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) Tal	ble I - Non-Derivative Securities Acqu	nired, Disposed of, or Beneficially Owned				
1.Title of Security (Month/Day/Year) (Instr. 3)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)				
Common 02/26/2013 Stock		$S_{\underline{(1)}}$ 1,584 D $^{\$}$ 113.638	1 66,404 (2) D				
Common Stock			By Issuer's 9,321 I 401(k) Plan Trustee				
Reminder: Report on a separate line	Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.						
Persons who respond to the collection of SEC 1474							

(9-02)

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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	le and	8. Price of	Ç
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	int of	Derivative]
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired]
					(A) or]
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	Title	of		
				Code V	(A) (D)				Shares		
				Code v	(11) (D)				Silaics		

Reporting Owners

Reporting Owner Name / Address	Keiauonsinps					
. 0	Director	10% Owner	Officer	Other		
THOMPSON DELIA H C/O COLGATE-PALMOLIVE COMPANY 300 PARK AVENUE NEW YORK NY 10022			SrVP Investor Relations			

Signatures

/s/ Joyce McCarthy,
Attorney-in-Fact
03/11/2013

**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) Sale of shares with proceeds delivered to the issuer for payment of tax liability incident to vesting of a restricted stock award under the issuer's Executive Incentive Compensation Plan. This sale was effected pursuant to a Rule 10b5-1 trading plan.
- (2) This amendment is filed solely to correct the number of securities shown as beneficially owned by the reporting person in Table I.

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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