#### Edgar Filing: HENDRY ANDREW D - Form 4

HENDRY A Form 4	NDREW D											
June 23, 201	1											
FORM	<b>1</b> 4					~~~	NOLO		OMB AF	PPROVAL		
UNITED STATES SECU				shington,			NGE C	COMMISSION	OMB Number:	3235-0287		
Check th if no lon subject t Section	o state	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES							Expires: Estimated a burden hou			
Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b).	Filed pu ons tinue.	7(a) of the	Public Ut		ling Con	ipany	y Act of	e Act of 1934, 1935 or Section 0	response	0.5		
(Print or Type	Responses)											
HENDRY ANDREW D Symbol			er Name and Ticker or Trading ATE PALMOLIVE CO [CL]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle) 3. Date of 1				ansaction			(Check all applicable)				
C/O COLGATE-PALMOLIVE 06/21/20 COMPANY, 300 PARK AVENUE				Day/Year) 2011				Director 10% Owner X Officer (give title Other (specify below) below) Chief Legal Officer & Secretary				
Filed(Mon				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
NEW YOR	K, NY 10022							Person		porting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea	Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	06/21/2011			S <u>(1)</u>	1,000	D	\$ 89.17	151,609	D			
Common Stock								3,761	Ι	By Son (2)		
Common Stock								723	I	By Spouse		
Common Stock								156	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.

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.

# 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. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ing	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨	mount		
									mount		
						Date	1	OI Title N			
						Exercisable					
				<u> </u>				of			
				Code V	(A) (D)			SI	hares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
r g g g g g g g g g g g g g g g g g g g	Director	10% Owner	Officer	Other			
HENDRY ANDREW D C/O COLGATE-PALMOLIVE COMPANY 300 PARK AVENUE NEW YORK, NY 10022			Chief Legal Officer &Secretary				

#### **Signatures**

Joyce McCarthy by power of attorney 06

\*\*Signature of Reporting Person

06/23/2011

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) The sale reported in this Form 4 is effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 17, 2010, for retirement planning purposes.
- (2) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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.