

AMERICAN STANDARD COMPANIES INC

Form 4

November 02, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ANDERSON STEVEN E

2. Issuer Name **and** Ticker or Trading
Symbol
AMERICAN STANDARD
COMPANIES INC [ASD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/01/2004

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

C/O AMERICAN STANDARD
COMPANIES INC, ONE
CENTENNIAL AVENUE

(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

PISCATAWAY, NJ 08855

(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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock, \$0.01 par value ⁽¹⁾ | 11/01/2004 | | M | | 7,500 | A | \$ 12.69 | 7,500 | D |
| Common Stock, \$0.01 par value | 11/01/2004 | | S | | 600 | D | \$ 36.39 | 6,900 | D |
| Common Stock, | 11/01/2004 | | S | | 6,900 | D | \$ 36.37 | 0 | D |

\$0.01 par
value

Common
Stock,
\$0.01 par
value

10,276

I

By Trust
(4)

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

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SEC 1474
(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) |
|---|--|---|---|--------------------------------------|---|--|---|
| | | | | | | | |
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date |
| | | | | | | | Title |
| Exercise of Option (1) | \$ 12.69 | 11/01/2004 | | M | 7,500 | 02/02/2001 ⁽²⁾ | 02/02/2010 |
| | | | | | | | Common Stock, \$0.01 par value |
| | | | | | | | Amount or Number of Shares |
| | | | | | | | 7,500 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10%
Owner Officer Other

ANDERSON STEVEN E
C/O AMERICAN STANDARD COMPANIES INC
ONE CENTENNIAL AVENUE
PISCATAWAY, NJ 08855

X

Signatures

/s/Steven E. Anderson (by M.Cresitello by Power of
Attorney)

11/02/2004

**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) Shares reflect a three-for-one stock split effective May 27, 2004, exempt pursuant to Rule 16a-9.
- (2) Original grant of 15,000 options became exercisable in three equal installments beginning February 2, 2001.
- (3) Issued in connection with employment.
- (4) Represents shares of stock awarded to Director's compensation plan as to which Director exercises voting rights, but not right to dispose until directorship terminates.

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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