

AMERICAN STANDARD COMPANIES INC

Form 4

March 17, 2003

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 Steven F. Goldstone
 c/o American Standard Companies Inc.
 One Centennial Avenue
 NJ, Piscataway 08855-6820
2. Issuer Name and Ticker or Trading Symbol
 American Standard Companies Inc. (ASD)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 3/14/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security | 2. Trans- action Date | 2A. Exec- ution Date | 3. Trans- action Code | 4. Securities Acquired (A) or Disposed of (D) Amount | A/ D | Price | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) |
|-------------------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|
| Common Stock, \$.01 par value | 3/14/2003 | | A 1 | 108.90 | A | 68.87 | 152.98 |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Con- version Price of Deriva- tive Secu- rity | 3. Trans- action (Month/ Day/ Year) | 3A. Deemed Execu- tion (Month/ Day/ Year) | 4. Trans- action Code | 5. Number of De rivative Secu rities Acqui red(A) or Dis posed of (D) Amount | 6. Date Exer cisable and Expiration Date (Month/ Day/Year) Date Expir ation Date | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. P of vat Sec rit |
|---------------------------------------|--|---|--|-----------------------------|---|---|---|---------------------------------|
|---------------------------------------|--|---|--|-----------------------------|---|---|---|---------------------------------|

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Explanation of Responses:

1. Represents first quarter fee paid on March 14, 2003, receipt of which Director elected to defer pursuant to Deferred Compensation Plan, and which shares are allocated to Mr. Goldstone's Stock Account under the Plan.

SIGNATURE OF REPORTING PERSON

Steven F. Goldstone

/s/ Steven F. Goldstone (by M. Cresitello by Power of Attorney)