#### POSES FREDERIC M

Form 4

January 04, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31, 2005

0.5

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* POSES FREDERIC M

2. Issuer Name and Ticker or Trading

Symbol

01/03/2005

AMERICAN STANDARD COMPANIES INC [ASD]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Chairman & CEO

(Last) (First)

(Middle)

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

X\_ Officer (give title below)

\_X\_\_ Director

10% Owner Other (specify

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)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

PISCATAWAY, NJ 08855

(City)	(State)	(Zip) Ta	ble I - N	Non-	-Derivative	Secur	ities Acqı	iired, Disposed o	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transa Code (Instr.		4. Securities on Disposed (Instr. 3, 4	d of (Ľ	<b>)</b> )	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.01 par value (1) (2)	12/20/2004		G	V	75,000	Ì	\$ 40.75	460,143	D	

Common Stock, 335,144 01/03/2005 F D \$.01 par

value (1)

ESOP (4) 3,881.431

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Common Stock,

\$.01 par value (1)

Common

Stock, \$.01 par 3,000 I By Children/Spouse

value (1)

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.

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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owne Follo Repo Trans (Instr
				4, and 5)	Date	Expiration	o	Amount r Jumber		
			Code V	(A) (D)	Exercisable	Date	o			

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
POSES FREDERIC M						
C/O AMERICAN STANDARD COMPANIES INC.	X		Chairman			
ONE CENTENNIAL AVENUE			& CEO			
PISCATAWAY, NJ 08855						

## **Signatures**

/s/ Frederic M. Poses (M. Cresitello By Power of Attorney) 01/04/2005

\*\*Signature of Reporting Person Date

Reporting Owners 2

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## **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) Transaction reflects a contribution to a charitable foundation that F. Poses controls.
- (3) Reflects disposition to the Company on January 3, 2005 to satisfy certain tax liabilities upon the vesting of 249,999 shares of common stock on January 1, 2005.
- (4) Includes shares held in ESOP and Savings Plan.

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.