

AMERICAN STANDARD COMPANIES INC

Form 4

April 25, 2007

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 *
Gustafsson Mary Elizabeth

(Last) (First) (Middle)

C/O AMERICAN STANDARD
COMPANIES INC., ONE
CENTENNIAL AVENUE

(Street)

PISCATAWAY, NJ 08855

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
04/23/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Sr VP, Gen Counsel & Secretary

6. 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 (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.01 par value	04/23/2007		M	10,002 A \$ 19.9	10,002	D	
Common Stock, \$.01 par value	04/23/2007		M	17,001 A \$ 22.69	27,003	D	
Common Stock,	04/23/2007		S	10,002 D \$ 56.69 (1)	17,001	D	

\$.01 par
value

Common
Stock,
\$.01 par
value

04/23/2007

S

17,001

D

\$

56.6089 0

D

(1)

Common
Stock,
\$.01 par
value

2,751.391 I

ESOP/Savings
Plan/SSP (2)

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

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(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 Amount or Number of Shares
Exercise of Stock Option	\$ 19.9	04/23/2007		M	10,002	02/07/2003 ⁽³⁾ 02/07/2012	Common Stock, \$.01 par value 10,002
Exercise of Stock Option	\$ 22.69	04/23/2007		M	17,001	02/06/2004 ⁽⁵⁾ 02/06/2013	Common Stock, \$.01 par value 17,001

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gustafsson Mary Elizabeth C/O AMERICAN STANDARD COMPANIES INC.	Sr VP, Gen Counsel & Secretary

ONE CENTENNIAL AVENUE
PISCATAWAY, NJ 08855

Signatures

/s/ Mary Elizabeth Gustafsson (By M. Cresitello by Power of Attorney)

04/25/2007

____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) Reflects average sales price for shares.
- (2) Includes shares held in ESOP, Savings Plan and Supplemental Savings Plan.
- (3) Original grant of 10,002 options became exercisable in three equal installments beginning February 7, 2003.
- (4) Issued in connection with employment.
- (5) Original grant of 17,001 options became exercisable in three equal installments beginning February 6, 2004.

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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