

AMERICAN STANDARD COMPANIES INC
 Form 4
 August 08, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

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)
08/06/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, \$.01 par value ⁽¹⁾	08/06/2007		M		10,800 A \$ 9.05 ⁽²⁾	D	
Common Stock, \$.01 par value ⁽¹⁾	08/06/2007		M		89,200 A \$ 9.05 ⁽²⁾	D	
Common Stock,	08/06/2007		S		9,300 D \$ 37.12	D	

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Common Stock, \$0.01 par value	08/06/2007	S	400	D	\$ 37.13	324,491	D
Common Stock, \$0.01 par value	08/06/2007	S	500	D	\$ 37.14	323,991	D
Common Stock, \$0.01 par value	08/06/2007	S	100	D	\$ 37.15	323,891	D
Common Stock, \$0.01 par value	08/06/2007	S	300	D	\$ 37.18	323,591	D
Common Stock, \$0.01 par value	08/06/2007	S	100	D	\$ 37.24	323,491	D
Common Stock, \$0.01 par value	08/06/2007	S	400	D	\$ 37.25	323,091	D
Common Stock, \$0.01 par value	08/06/2007	S	500	D	\$ 37.26	322,591	D
Common Stock, \$0.01 par value	08/06/2007	S	14,600	D	\$ 37.265	307,991	D
Common Stock, \$0.01 par value	08/06/2007	S	800	D	\$ 37.27	307,191	D
Common Stock, \$0.01 par value	08/06/2007	S	5,900	D	\$ 37.28	301,291	D
Common Stock, \$0.01 par value	08/06/2007	S	8,900	D	\$ 37.285	292,391	D

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value							
Common Stock, \$.01 par value	08/06/2007	S	21,300	D	\$ 37.29	271,091	D
Common Stock, \$.01 par value	08/06/2007	S	3,200	D	\$ 37.295	267,891	D
Common Stock, \$.01 par value	08/06/2007	S	100	D	\$ 37.3	267,791	D
Common Stock, \$.01 par value	08/06/2007	S	3,600	D	\$ 37.31	264,191	D
Common Stock, \$.01 par value	08/06/2007	S	3,400	D	\$ 37.32	260,791	D
Common Stock, \$.01 par value	08/06/2007	S	500	D	\$ 37.33	260,291	D
Common Stock, \$.01 par value	08/06/2007	S	100	D	\$ 37.34	260,191	D
Common Stock, \$.01 par value	08/06/2007	S	100	D	\$ 37.35	260,091	D
Common Stock, \$.01 par value	08/06/2007	S	600	D	\$ 37.37	259,491	D
Common Stock, \$.01 par value	08/06/2007	S	100	D	\$ 37.38	259,391	D
Common Stock, \$.01 par value	08/06/2007	S	400	D	\$ 37.39	258,991	D

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Common Stock, \$01 par value	08/06/2007	S	2,900	D	\$ 37.49	256,091	D
Common Stock, \$01 par value	08/06/2007	S	2,700	D	\$ 37.5	253,391	D
Common Stock, \$01 par value	08/06/2007	S	1,300	D	\$ 37.51	252,091	D
Common Stock, \$01 par value	08/06/2007	S	3,700	D	\$ 37.53	248,391	D

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)	Amount or Number of Shares
Exercise of Stock Option <u>(1)</u>	\$ 9.05 <u>(2)</u>	08/06/2007		M	10,800	10/06/2000 ⁽³⁾ 10/06/2009	Common Stock, \$01 par value	10,800
Exercise of Stock Option <u>(1)</u>	\$ 9.05 <u>(2)</u>	08/06/2007		M	89,200	10/06/2000 ⁽³⁾ 10/06/2009	Common Stock, \$01 par value	89,200

Reporting Owners

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

Signatures

Frederic M. Poses (By M. Cresitello by Power of Attorney)	08/08/2007
**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) Transaction executed pursuant to a Rule 10b5-1 Plan.
Stock option exercise price reflects an adjustment exempt pursuant to Rule 16a-9, pursuant to the terms of the 2002 Omnibus Incentive
- (2) Plan to account for the dividend of shares of WABCO Holdings Inc. (effective July 31, 2007) to the company's shareholders in connection with the spinoff of the company's vehicle control systems business.
- (3) Original grant of 3,000,000 options became exercisable in three equal installments beginning October 6, 2000. Under the terms of the grant, these options will expire upon the earlier of October 6, 2009 or 90 days after the date of Mr. Poses' retirement.
- (4) Issued in connection with employment.

Remarks:

First of two Forms filed today reporting a transaction on August 6, 2007.

In prior Form 4 filings, reports permitted aggregating trades on the same date at multiple prices using a weighted average sale

Transactions on this Form are pursuant to a Rule 10b5-1 Trading 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.