

Edgar Filing: COSTELLO LAWRENCE B - Form 4

COSTELLO LAWRENCE B

Form 4

March 03, 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

Lawrence B. Costello

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

2/28/2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other

(specify below)

Senior Vice President, Human Resources

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 V	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
Common Stock, \$.01 par value	2/28/2003		A	5.66	169.02
					5653.05

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

1. Title of Derivative Security	2. Con- version or Exer- cise 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 V	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 portion of salary from 2-16-2003 thru 2-28-2003, receipt of which officer elected to defer pursuant to Corporation's Deferred Comp Plan, & which shares are allocated to Mr. Costello's Stock Account under the Plan.

SIGNATURE OF REPORTING PERSON

Lawrence B. Costello

/s/ Lawrence B. Costello (by M. Mahoney by Power of Attorney)