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Form 4

February 10, 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

Roger W. Parsons

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/Year

2/6/2003

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

2/6/2003

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. Transaction Date | 3. Code | 4. Securities Acquired (A) or Disposed of (D) | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------|---|--|
| | | | A/ D | Price |

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

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date | 4. Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Put or Call |
|---------------------------------|--|---------------------|---------|--|---|--|----------------|
| | | | | A/ D | A/ D | Title and Number of Shares | |

| | | | | | | | | | |
|---------------------------------|-------|----------|---|------|---|----------|-------------------------------|------|---|
| Option to Purchase Common Stock | 68.06 | 2/6/2003 | A | 4300 | 2 | 2/6/2013 | Common Stock, \$.01 par value | 4300 | 2 |
|---------------------------------|-------|----------|---|------|---|----------|-------------------------------|------|---|

| | | | | | | | | | |

Explanation of Responses:

1. Option exercisable in 3 equal installments, commencing Feb. 6, 2004. Stock option granted under a plan in an exempted transaction pursuant to Rule 16b-3.
2. Previously reported as an option to purchase 5,000 shares of Common Stock.