

## AMERICAN STANDARD COMPANIES INC

Form 4

March 17, 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

Jared L. Cohon

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

3/14/2003

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

## 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. Trans-<br>action<br>Date | 2A. Exec-<br>ution<br>Date | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | A/<br>D | Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported Trans(s) |
|-------------------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|
| Common Stock, \$.01 par value | 3/14/2003                   |                            | A<br>1                      | 54.45  | A       | 68.87 | 356.65   |

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

| 1. Title of<br>Derivative<br>Security | 2. Con-<br>version<br>or Exer-<br>cise<br>Price of<br>Deriva-<br>tive<br>Secu-<br>rity | 3. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execu-<br>tion<br>(Month/<br>Day/<br>Year) | 4. Trans-<br>action<br>Code | 5. Number of De-<br>rivative Secu-<br>rities Acqui-<br>red (A) or Dis-<br>posed of (D)<br>Amount | 6. Date Exer-<br>cisable and<br>Expiration<br>Date (Month/<br>Day/Year)<br>Date Expir-<br>ation<br>Date | 7. Title and Amount<br>of Underlying<br>Securities<br>Title and Number<br>of Shares | 8. P<br>of<br>vat<br>Sec<br>rit |
|---------------------------------------|--|---|--|-----------------------------|--|---|---|---------------------------------|
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Explanation of Responses:

1. Represents one-half of the first quarter fee paid on March 14, 2003, receipt of which Director elected to defer pursuant to Deferred Compensation Plan, and which shares are allocated to Dr. Cohon's Stock Account under the Plan.

SIGNATURE OF REPORTING PERSON

Jared L. Cohon

/s/ Jared L. Cohon (by M. Mahoney by Power of Attorney)