

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DALIOIA G PETER

(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 below) ____ Other (specify below)
Sr. VP & CFO

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 ⁽¹⁾	04/23/2007		M	25,000 A \$ 12.7	59,926	D	
Common Stock, \$.01 par value ⁽¹⁾	04/23/2007		M	36,375 A \$ 12.7	96,301	D	
Common Stock,	04/23/2007		M	50,000 A \$	146,301	D	
				18.86			

\$.01 par
value ⁽¹⁾

Common
Stock,
\$.01 par
value ⁽¹⁾

04/23/2007

S

25,000 D

\$ 55.5
⁽²⁾

121,301

D

Common
Stock,
\$.01 par
value ⁽¹⁾

04/23/2007

S

36,375 D

\$ 55.9
⁽²⁾

84,926

D

Common
Stock,
\$.01 par
value ⁽¹⁾

04/23/2007

S

50,000 D

\$ 56.5
⁽²⁾

34,926

D

Common
Stock,
\$.01 par
value ⁽¹⁾

04/24/2007

M

50,000 A

\$
18.86

84,926

D

Common
Stock,
\$.01 par
value ⁽¹⁾

04/24/2007

S

50,000 D

\$ 56.9
⁽²⁾

34,926

D

Common
Stock,
\$.01 par
value

7,100.14

I

ESPP ⁽³⁾

Common
Stock,
\$.01 par
value

4,603.945

I

ESOP/Savings
Plan ⁽⁴⁾

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Exercise of Stock Option ⁽¹⁾	\$ 12.7	04/23/2007	M			25,000	02/01/2001 ⁽⁵⁾	02/01/2010	Common Stock, \$.01 par value	25,000
Exercise of Stock Option ⁽¹⁾	\$ 12.7	04/23/2007	M			36,375	02/01/2001 ⁽⁵⁾	02/01/2010	Common Stock, \$.01 par value	36,375
Exercise of Stock Option ⁽¹⁾	\$ 18.86	04/23/2007	M			50,000	03/01/2002 ⁽⁷⁾	03/01/2011	Common Stock, \$.01 par value	50,000
Exercise of Stock Option ⁽¹⁾	\$ 18.86	04/24/2007	M			50,000	03/01/2002 ⁽⁵⁾	03/01/2011	Common Stock, \$.01 par value	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DALOIA G PETER C/O AMERICAN STANDARD COMPANIES INC. ONE CENTENNIAL AVENUE PISCATAWAY, NJ 08855			Sr. VP & CFO	

Signatures

/s/ G. Peter D'Aloia (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) Transaction executed pursuant to a Rule 10b5-1 Plan.
- (2) Reflects average sales price for shares.
- (3) Represents shares purchased pursuant to the Company's Employee Stock Purchase Plan.
- (4) Includes shares held in ESOP and Savings Plan.
- (5) Original grant of 300,000 options became exercisable in three equal installments beginning February 2, 2001.
- (6) Issued in connection with employment.
- (7) Original grant of 150,000 options became exercisable in three equal installments beginning March 1, 2002.

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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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