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AMERICAN STANDARD COMPANIES INC

Form 3

August 01, 2005

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement AMERICAN STANDARD COMPANIES INC [ASD] Cerepak Brad M (Month/Day/Year) 08/01/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O AMERICAN STANDARD (Check all applicable) COMPANIES INC., ONE CENTENNIAL AVENUE 10% Owner Director (Street) _X__ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Vice President & Controller _X_ Form filed by One Reporting Person PISCATAWAY, NJÂ 08855 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Ownership Beneficially Owned Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock, \$.01 par value 1,637.3042 I ESPP (1) Common Stock, \$.01 par value 1,376.1363 Ι ESOP/Savings Plan (2) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.}, puts, calls, warrants, options, convertible\ securities)$

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative 2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect Security **Expiration Date** Securities Underlying Ownership Beneficial Conversion (Month/Day/Year) (Instr. 4) Derivative Security Ownership or Exercise Form of

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	Date Exercisable	Expiration Date	(Instr. 4)		Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
			Title	Amount or Number of Shares			
Options to Purchase Common Stock	06/23/2004(3)	06/23/2013	Common Stock, \$.01 par value	50,000	\$ 24.83	D	Â
Options to Purchase Common Stock	02/04/2005(4)	02/04/2014	Common Stock, \$.01 par value	21,000	\$ 35.03	D	Â
Options to Purchase Common Stock	02/02/2006(5)	02/02/2015	Common Stock, \$.01 par value	19,000	\$ 43.34	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
Cerepak Brad M C/O AMERICAN STANDARD COMPANIES INC. ONE CENTENNIAL AVENUE PISCATAWAY, NJ 08855	Â	Â	Vice President & Controller	Â		

Signatures

/s/ Brad M. Cerepak (By M. Cresitello by Power of Attorney) 08/01/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Represents shares purchased pursuant to the Company's Employee Stock Purchase Plan.
- (2) Includes shares held in ESOP and Savings Plan.
- (3) Stock options granted under the 2002 Omnibus Incentive Plan in an exempted transaction pursuant to Rule 16b-3. Options are exercisable in three equal installmets, commencing June 23, 2004.
- (4) Stock options granted under the 2002 Omnibus Incentive Plan in an exempted transaction pursuant to Rule 16b-3. Options are exercisable in three equal installments, beginning February 4, 2005.
- (5) Stock options granted under the 2002 Omnibus Incentive Plan in an exempted transaction pursuant to Rule 16b-3. Options are exercisable in three equal installments, beginning February 2, 2006.

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.

Reporting Owners 2