

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-05-08** | Period of Report: **2006-05-05**  
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### ISSUER

#### **AMERICAN STANDARD COMPANIES INC**

CIK: **836102** | IRS No.: **133465896** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **3585** Air-cond & warm air heatg equip & comm & indl refrig equip

#### Mailing Address

*ONE CENTENNIAL AVENUE  
P O BOX 6820  
PISCATAWAY NJ 08855-6820*

#### Business Address

*ONE CENTENNIAL AVENUE  
P O BOX 6820  
PISCATAWAY NJ 08855-6820  
7329806000*

### REPORTING OWNER

#### **ESCULIER JACQUES**

CIK: **1272186**  
Type: **4** | Act: **34** | File No.: **001-11415** | Film No.: **06815672**

#### Mailing Address

*C/O AMERICAN STANDARD  
COMPANIES INC  
ONE CENTENNIAL AVENUE  
PISCATAWAY NJ 08855*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>ESCULIER JACQUES</b>			2. Issuer Name and Ticker or Trading Symbol <b>AMERICAN STANDARD COMPANIES INC [ASD]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Vice President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/05/2006</b>					
C/O AMERICAN STANDARD COMPANIES INC., ONE CENTENNIAL AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) <b>PISCATAWAY, NJ 08855</b>								
(City)	(State)	(Zip)						

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 par value <sup>(1)</sup>	05/05/2006		M		10,002	A	\$24.45	10,002	D	
Common Stock, \$.01 par value <sup>(1)</sup>	05/05/2006		M		7,002	A	\$22.69	17,004	D	
Common Stock, \$.01 par value	05/05/2006		S		10,002	D	\$46.05	7,002	D	
Common Stock, \$.01 par value	05/05/2006		S		7,002	D	\$46.07	0	D	
Common Stock, \$.01 par value								2,412.46	I	ESOP <sup>(2)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Exercise of Stock Option <sup>(1)</sup>	\$24.45	05/05/2006		M		10,002		06/17/2003 <sup>(3)</sup>	06/17/2012	Common Stock, \$.01 par value	10,002	\$0 <sup>(4)</sup>	0	D	

Exercise of Stock Option (1)	\$22.69	05/05/2006		<u>M</u>		7,002	02/06/2004 (2)	02/06/2013	Common Stock, \$.01 par value	7,002	\$ 0	0	D
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**Explanation of Responses:**

1. Shares reflect a three-for-one stock split effective May 27, 2004, exempt pursuant to Rule 16a-9.
2. Includes shares held in ESOP and Savings Plan.
3. Original grant of 30,000 options became exercisable in two equal installments beginning June 17, 2004.
4. Issued in connection with employment.
5. Original grant of 21,000 options became exercisable in three equal installments beginning February 6, 2004.

**Signatures**

/s/ Jacques Esculier (By M. Cresitello by Power of Attorney)

\*\* Signature of Reporting Person

05/08/2006

Date

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

\* 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).

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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