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GOLDSTONE STEVEN F

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

Steven F. Goldstone

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. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock, \$.01 par value	2/6/2003	A	44.079 1	44.079

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. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call or Other Feature of Underlying Securities
Option to Purchase Common Stock	68.06	2/6/2003	A	4300 3	2/6/2003	Common Stock	

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Explanation of Responses:

1. Represents Board of Directors' meeting fee paid on 2/6/03, receipt of which Director elected to defer pursuant to Deferred Compensation Plan, and which shares are allocated to Mr. Goldstone's Stock Account under the Plan.
2. 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.
3. Previously reported as an option to purchase 5,000 shares of Common Stock.