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Form 5

February 14, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. Name and Address of Reporting Person

G. Peter D'Aloia

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

12/2002

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

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Senior Vice President & Chief Financial Officer

7. Individual or Joint/Group Reporting (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. Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned at End of Year
Common Stock, \$.01 par value	12/31/2002	A	262.105	A 1		888.582 1
Common Stock, \$.01 par value	3/29/2002	A	180.1428	A 60.1375		
Common Stock, \$.01 par value	6/28/2002	A	163.181	A 63.8350		1346.4932 3

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

1. Title of Derivative Security	2. Conversion or Exercise Price	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Percentage of Total Ownership
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Disc Price			red(A) or Dis	Date(Month/			Sec
Price of			posed of (D)	Day/Year)			rit
Deriva				Date Expir			
tive				A/ Exer- ation		Title and Number	
Secu				D cisa- Date		of Shares	
rity			Amount	ble			

1. Reported for the period January 1 to December 31, 2002. During this period, shares were acquired at prices ranging from 59.900 to 78.300 per share.
2. Includes shares held in ESOP and Savings Plan.
3. Represents shares purchased pursuant to the Company's Employee Stock Purchase Plan ("ESPP").