Edgar Filing: ITT CORP - Form 4

ITT CORP												
Form 4												
May 10, 200	7											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISS								OMB AF	PROVAL			
				NGE C	COMMISSION	OMB	3235-0287					
Check th	Was	shington,	D.C. 20	549			Number:					
Check this box if no longer									Expires:	January 31, 2005		
subject to	5 STATE	EMENT O	F CHAN			ICIA	NERSHIP OF	Estimated a				
	Section 16.				ITIES				burden hou	rs per		
Form 4 o Form 5			0 1	$(\cdot) = f \cdot h$. C	P		- A - + - £ 1024	response	0.5		
obligation	-						-	e Act of 1934,				
may cont	inue. Section 1			vestment	•	· ·		1935 or Section	n			
See Instru	uction	50(II)	of the fil	ivestinent	Compan	y Ac	t OI 194	-0				
1(b).												
(Print or Type I	Responses)											
1. Name and Address of Reporting Person <u></u> 2.				r Name and	Ticker or	Tradii	ng	5. Relationship of Reporting Person(s) to				
HAMRE JC	OHN J		Symbol					Issuer				
			ITT CO	RP [ITT]				(Chao	k all applicable	`		
(Last)	(First)	(Middle)	3. Date of	f Earliest Tr	ansaction			(Chee	k all applicable)		
			(Month/E	Day/Year)				X Director 10% Owner				
CENTER FOR STRATEGIC &			05/08/2007					Officer (give title Other (specify below) below)				
INT'L STUDIES, 1800 K STREET,								below)	below)			
N.W. STE 4	00											
	(Street)		4. If Ame	If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Mor	nth/Day/Year)			Applicable Line)				
								X Form filed by One Reporting Person Form filed by More than One Reporting				
WASHING	TON, DC 2000)6						Person	fore than One Re	porting		
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative	Secur	ities Aca	uired, Disposed of	. or Beneficial	lv Owned		
1.Title of	2 Transaction D	late 24 Deel		3.			_	5. Amount of	6. Ownership	-		
			emed3.4. Securities Acquiredon Date, ifTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)					Securities	Form: Direct			
								Beneficially		Beneficial		
		(Month/I	Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership		
								Following Reported	(Instr. 4)	(Instr. 4)		
						(A)		Transaction(s)				
				Code V	Amount	or	Drigo	(Instr. 3 and 4)				
Common				Code V		(D)	Price \$					
Stock	05/08/2007			А	1,369	А	φ 65.78	15,441 <u>(1)</u>	D			
Stock							05.70					

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.

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

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. Number	6. Date Exerce Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Montu/Day/Teat)	(Month/Day/Year)	Code (Instr. 8)	ctionNumber Expiration Date of (Month/Day/Year) 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			Under Securi	lying	Security (Instr. 5)	Secur Bene Owno Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Н С 1 v

S

Reporting Owner Name / Address		Relationsh				
	Director	10% Owner	Officer	Other		
AMRE JOHN J ENTER FOR STRATEGIC & INT'L STUDIES 800 K STREET, N.W. STE 400 VASHINGTON, DC 20006	Х					
ignatures						
s/Kathleen S. Stolar, Secretary of ITT Corporation by power of attorney for John J.						

Hamre

**Signature of Reporting Person

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).

Dr. Hamre received 1,369 shares of Restricted Stock granted as an annual retainer pursuant to the ITT 2003 Equity Incentive Plan on May 8, 2007 resulting in direct ownership of 15,441 shares of Restricted Stock. Dr. Hamre also holds 1781.83 phantom shares of ITT stock (1)

held in an account that tracks an index of ITT common stock. Each share of phantom stock is the economic equivalent of one share of ITT common stock. These holdings are part of the annual retainer paid to non-management directors.

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.

Date