SEC I	Form 4
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

0.5

11. Nature

of Indirect

Beneficial

(Instr. 4)

Ownership

hours per response:

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			01.36		vesimer		ipany Act of 19	40				
1. Name and Addre	I DAVID J			er Name <b>and</b> Ticker NEYWELL IN ]				<u>NC</u> [		tionship of Reportin all applicable) Director Officer (give title below)	10% 0	Owner (specify
(Last) C/O ITT INDUS		(Middle)	3. Date 03/03	e of Earliest Transac /2006	tion (Mc	onth/D	ay/Year)			Senior V	/P & CFO	
4 W RED OAK	LIN		4. If Ar	nendment, Date of C	Driginal	Filed (	(Month/Dav/Yea	ar)	6. Indiv	vidual or Joint/Group	Filing (Check A	oplicable
(Street) WHITE PLAIN (City)	S NY (State)	10604 (Zip)			Jinginai				Line)	Form filed by One Form filed by Mo Person	e Reporting Pers	on
		Table I - Noi	n-Derivative S	Securities Acq	uired,	Disp	oosed of, o	r Bene	eficially	Owned		
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transact Code (In 8) Code (						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)	

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security 2. Conversion 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. 4. .. Transaction Code (Instr. 8) Ownership Form: Direct (D) Expiration Date (Month/Day/Year) Date Execution Date, if any of Derivative of Securities Derivative derivative Underlying Derivative Security or Exercise Price of (Month/Day/Year) Security Securities (Month/Day/Year) Securities (Instr. 5) Beneficially Acquired (A) or Derivative (Instr. 3 and 4) Owned or Indirect Security Following (I) (Instr. 4)

				of (D) (Instr. 3, 4 and 5)						Transaction(s) (Instr. 4)				
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Supplemental Savings Plan Interests	(1)	03/03/2006	A <sup>(2)</sup>		18.991		(2)	(2)	Common Stock	18.991	\$41.72	1,067.486	D	

**Explanation of Responses:** 

(Instr. 3)

1. Instrument converts to common stock on a one-for-one basis.

2. Reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under Rule 16b-3 on 3/3/06.

Gail E. Lehman for David J.	03/07/2006
Anderson th Gine days of Departing Departs	Dete
** Signature of Reporting Person	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.

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 Number.