FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

3 ,

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average b	urden								

0.5

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Disposed Of (D) (Instr. 3, 4 and 5) Disposed Of (D) (Instr. 3, 4 and 4) Disposed Of (D) (Instr. 4) Disposed O	1. Name and Address of Reporting Person* DARNIS GERAUD					2. Issuer Name and Ticker or Trading Symbol ITT Corp [ITT]											olicable)	g Person(s) to	Solution (1997) Issuer	
City State NY 10604 Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Instr. 3) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4) 5. Amount (A) or Disposed Of (D) (Instr. 3, 4 and 5) 8. Amount (A) or Disposed Of (D) (Instr. 3, 4 and 4) 8. Price of Date (Month/Day/Year) 1. Title of Date (C.g., puts, calls, warrants, options, convertible securities) 1. Title of Date (Month/Day/Year) 2. Demed Clowing Reported Transaction Date (C.g., puts, calls, warrants, options, convertible securities) 1. Title of Date (Month/Day/Year) 2. Demed Clowing Reported Transaction Date (Month/Day/Year) 3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities) 1. Title of Date (Month/Day/Year) 3. Transaction Date (C.g., puts, calls, warrants, options, convertible securities) 4. Derivative Securities (Month/Day/Year) 5. Number of Date (Month/Day/Year) 6. Date Securities Deneficially Owned (Instr. 4) 6. Date Securities Securities (Instr. 4) 6. Date Securities Securities (Instr. 4) 7. Nature (A) or Disposed of (D) (Instr. 3, and 4) 8. Price of Date (Instr. 4) 9. Number of Da	WHITE PLAINS					4. If Amendment, Date of Original Filed (Month/Day/Year)								ne)	X Form filed by One Reporting Person Form filed by More than One Reporting					
Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Date (Month/Day/Year) Disposed Of (D) (Instr. 3, 4 and 5) Disposed Of (D) (Instr. 3, 4 and 4) Disposed Of (D) (Instr. 4) Disposed O	(=:9)																			
Common Stock Code V Amount (A) or (D) Price Transaction(s) (Instr. 3 and 4)	Date				Execution Date, ay/Year) if any		Date,	Transaction Disposed Code (Instr. 5)					4 and So		ties cially I Following	Form: Direct (D) or Indirect	Ownership			
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) Price of Derivative Security Secu								Code	v	Amount (A) o		(A) or (D)	Price		Transa	ction(s)		(1130.14)		
1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 2. (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 4. (Instr. 4) 5. Number of Derivative Securities (Month/Day/Year) 4. (Month/Day/Year) 5. Number of Derivative Securities (Month/Day/Year) 7. Title and Amount of Security (Instr. 3) 7. Title and Amount of Security (Instr. 5) 8. Price of Derivative Securities (Instr. 4) 9. Number of derivative Security (Instr. 5) 9. Number of Derivative Security (Instr. 5) 9. Number of Derivative Security (Instr. 4) 10. Ownership Form: Direct (D) Owned Following Reported Transaction(s) (Instr. 4) 11. Nature (Month/Day/Year) 9. Number of Derivative Security (Instr. 3) 12. Ownership Form: Direct (D) Owned Following Reported Transaction(s) (Instr. 4)	Common Stock 05/11/					/2016			A		2,860 ⁽¹⁾ A		\$ <mark>0</mark> .	00	14,506		D			
Derivative Security (Instr. 3) Price of Derivative Security Security Date (Month/Day/Year) Instr. 3) Date (Month/Day/Year) Derivative Security (Instr. 3 and 4) Derivative Security (Instr. 5) Ownership Form: Disposed of (D) (Instr. 4) Owned Following Reported Transaction(s) (Instr. 4) Instr. 4)																				
Number	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Da	Date, Transacti Code (Ins			on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration	Amount of Securities Underlying Derivative Security (Instr. and 4)		ount	Deriv Secu	rivative curity	derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		

Explanation of Responses:

1. Reflects an award of restricted stock units, all of which are scheduled to vest on the business day immediately prior to the ITT Corporation 2017 Annual Meeting of Shareholders.

Remarks:

/s/ Lori B. Marino, Secretary of
ITT Corporation, by Power of
Attorney for Geraud Darnis

** 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.