| | FORM 4 | | | | | | | | | | |
|--|--|---|-----------------------|--------------|-----------------------------|--|--|--|--|--|--|
| | STATEMENT OF CHANGES IN BE | NEFICIAL OWNERSHIP | | | | | | | | | |
| | () Check this box if no l | onger subject to Section | 16. | | | | | | | | |
| | Form 4 or Form 5 obligatio | | | | | | | | | | |
| | 1. Name and Address of Rep | orting Person | . , | | | | | | | | |
| | Giuliano, Louis J. | | | | | | | | | | |
| | ITT Defense & Electronics, Inc. | | | | | | | | | | |
| | 1650 Tysons Boulevard | | | | | | | | | | |
| | McLean, Va 22102 | | | | | | | | | | |
| | Issuer Name and Ticker | or Trading Symbol | | | | | | | | | |
| | ITT Industries, Inc. | | | | | | | | | | |
| | IIN | | | | | | | | | | |
| 3. IRS or Social Security Number of Reporting Person (Voluntary) | | | | | | | | | | | |
| | | | | | | | | | | | |
| | 4. Statement for Month/Yea | r | | | | | | | | | |
| | | January, 1998 | | | | | | | | | |
| | 5. If Amendment, Date of O | riginal (Month/Year) | | | | | | | | | |
| | 6. Relationship of Reporti | ng Borson(s) to Issuer ((| Chock all applicable) | | | | | | | | |
| | | | | | | | | | | | |
| | (specify below) | () Director () 10% Owner (X) Officer (give title below) () Other | | | | | | | | | |
| | Senior Vice President | | | | | | | | | | |
| | 7. Individual or Joint/Gro | un Filing (Check Annlicat | le Line) | | | | | | | | |
| | (X) Form filed by One Reporting Person | | | | | | | | | | |
| | ` , | than One Reporting Persor |) | | | | | | | | |
| | (, | | | | | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | | | |
| | Table I Non-Derivative | Securities Acquired, Dis | sposed of, or Benefic | cially Owned | | | | | | | |
| | | | | | | | | | | | |
| | Title of Security | | ies Acquired (A) | 5.Amount of | 6.Dir 7.Nature of Indirect | | | | | | |
| | | Transaction or Disp | osed of (D) | Securities | ect Beneficial Ownership | | | | | | |
| | | 1 ! !! | | Beneficially | (D)or | | | | | | |
| | | 1 1 1 | Ι Δ/Ι | l ∩wnad at | lIndir l | | | | | | |

| | Da | ate Code \ | / Amount | A/ D | | Owned at End of Month | Indir ect(] | | |
|-----------------------------------|---|---------------|---|-------------------------|--|--|-----------------------------------|--|---|
| Common Stock | I | 1 1 | 1 | 1 1 | 3,4 | 400 | D | 1 | I |
| Common Stock (ISP) (| 1) | 1 1 | l | | 1, | 446 | I | In Trust | l |
| Common Stock (DRIP) | (2) | | | | 118 | 8 | D | | |
| Table II Derivati | e 2.Con- | 3. 4. | 5.Number o | f De 6.Dat | e Exer 7.Title | e and Amount | | 9.Number | 10. 11.Nature of |
| Security | version or Exer cise Price of Deriva- tive Secu- rity | Transact: | rities Ac red(A) or posed of(| Dis Date(D) Day/Y | ation Secu Month/ 'ear) Expir ation Tit | nderlying rities le and Number Shares | vative Secu rity | of Deriva tive Securities Benefi ficially Owned at End of Month | Dir Indirect ect Beneficial (D) Ownership or Ind ire ct |
| Stock Option (Right t Buy) (3) | :0 \$31.13 | 1/2/9 A 8 | V 32,000 | A (3) | 1/4/0 Common 8 | Stock 32,000 | | 32,000 | D |
| | I | | | | | | | | |

Explanation of Responses:

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Explanation of Responses:
(1) Shares held under the ITT Industries Investment and Savings Plan for Salaried Employees reflecting accumulations through 1/28/98.
(2) Shares held under the ITT Industries Dividend Reinvestment Plan reflecting accumulations through 1/28/98.
(3) Options acquired under Rule 16b-3 plan exercisable on 1/2/07 or after NYSE closing price remains at least \$38.91 for 10 consecutive trading days,

whichever is earlier.
SIGNATURE OF REPORTING PERSON

LOUIS J. GIULIANO

DATE

1/30/98