

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Powers, Richard W.
 ITT Industries, Inc.
 4 West Red Oak Lane
 White Plains, NY 10604
2. 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/Year
 9/29/98
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)
 Vice President and Director of Taxes
7. Individual or Joint/Group Filing (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) | | | 5. Amount of Securities Beneficially Owned at End of Month | 6. Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|-------------------------|---------------------|---------|---|-----|-------|--|-------------------------------|--|
| | | | Amount | A/D | Price | | | |
| Common Stock (RS) (1) | 9/29/98 | A | 2,000 | A | (1) | 2,000 | D | |
| Common Stock (DRIP) (2) | | | | | | 25 | D | |
| Common Stock (ISP) (3) | | | | | | 10,341 | I | In Trust |

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

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Code | 4. Date of Acquisition or Disposition | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially Owned at End of Month | 10. Direct (D) or Indirect (I) | 11. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---------------------|---------------------------------------|--|---|--|---------------------------------|---|--------------------------------|---|
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Explanation of Responses:

- (1) Restricted Stock awarded under the 1994 ITT Industries Incentive Stock Plan pursuant to SEC Rule 16b-3(d).
- (2) Shares held under the ITT Industries Dividend Reinvestment Plan reflecting accumulations through 9/29/98.
- (3) Shares held under the ITT Industries Investment and Savings Plan for Salaried Employees reflecting accumulations through 9/29/98.

SIGNATURE OF REPORTING PERSON

RICHARD W. POWERS

DATE

10/1/98