

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Pagano Robert J Jr</u>	2. Date of Event Requiring Statement (Month/Day/Year) 10/31/2011	3. Issuer Name and Ticker or Trading Symbol <u>ITT Corp [ITT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> Officer (give title below) <u>SVP & Pres., Indust. Process</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) 1133 WESTCHESTER AVENUE		10% Owner Other (specify below)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) WHITE PLAINS NY 10604			
(City) (State) (Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	19,114	D	
Common Stock	3,586 ⁽¹⁾	I	By 401(k) Plan

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Option (Right to Buy)	(2)	01/04/2013	Common Stock	10,000	30.91	D
Employee Stock Option (Right to Buy)	(3)	02/02/2014	Common Stock	18,000	37.46	D
Employee Stock Option (Right to Buy)	(4)	03/08/2012	Common Stock	20,000	45.47	D
Employee Stock Option (Right to Buy)	(5)	03/06/2013	Common Stock	9,010	52.68	D
Employee Stock Option (Right to Buy)	(6)	03/07/2014	Common Stock	7,155	57.99	D
Employee Stock Option (Right to Buy)	(7)	08/09/2014	Common Stock	4,000	38.28	D
Employee Stock Option (Right to Buy)	(8)	03/10/2015	Common Stock	7,845	53.09	D
Employee Stock Option (Right to Buy)	(9)	03/05/2016	Common Stock	12,635	33.19	D
Employee Stock Option (Right to Buy)	(10)	03/05/2020	Common Stock	9,395	53.49	D
Employee Stock Option (Right to Buy)	(11)	03/03/2021	Common Stock	9,260	57.68	D

Explanation of Responses:

- As of October 31, 2011.
- Options were awarded on January 2, 2003 under the 1994 ITT Industries Incentive Stock Plan. These options are fully vested and exercisable. Number of options and exercise price of options adjusted to reflect two-for-one common stock split, effective February 21, 2006, the distribution date.
- Options were awarded on February 2, 2004 under the ITT Corporation 2003 Equity Incentive Plan. These options are fully vested and exercisable. Number of options and exercise price of options adjusted to reflect two-for-one common stock split, effective February 21, 2006, the distribution date.
- Options were awarded on March 8, 2005 under the ITT Corporation 2003 Equity Incentive Plan. These options are fully vested and exercisable. Number of options and exercise price of options adjusted to reflect two-for-one common stock split, effective February 21, 2006, the distribution date.
- Options were awarded on March 6, 2006 under the ITT Corporation 2003 Equity Incentive Plan. These options are fully vested and exercisable.
- Options were awarded on March 7, 2007 under the ITT Corporation 2003 Equity Incentive Plan. These options are fully vested and exercisable.
- Options were awarded on August 9, 2004 under the ITT Corporation 2003 Equity Incentive Plan. These options are fully vested and exercisable. Number of options and exercise price of options adjusted to reflect two-for-one common stock split, effective February 21, 2006, the distribution date.
- Options were awarded on March 10, 2008 under the ITT Corporation 2003 Equity Incentive Plan. These options are fully vested and exercisable.
- 12,635 options were awarded on March 5, 2009, 8,424 are vested and exercisable and the remainder will vest on the third anniversary date of the date of grant. These options were awarded under the ITT Corporation 2003 Equity Incentive Plan.
- 9,395 options were awarded on March 5, 2010, 3,132 are vested and exercisable and the remainder will vest in one-third cumulative installments on the second and third anniversaries of the date of grant. These options were awarded under the ITT Corporation 2003 Equity Incentive Plan.
- Options were awarded on March 3, 2011 under the ITT Corporation 2003 Equity Incentive Plan. Options will become exercisable in one-third cumulative installments on the first, second and third anniversaries of the date of grant.

Remarks:

Share numbers listed do not reflect the one-for-two reverse stock split effective after market close on October 31, 2011.

/s/ Burt M. Fealing, Secretary 11/04/2011

[of ITT Corporation, by power
of attorney for Robert J.
Pagano, Jr.](#)

** 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 5 (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.

The undersigned does hereby nominate, constitute and appoint Burt M. Fealing and Thomas F. Korber or any of them, the undersigned's true and lawful attorney and agent to do any and all acts and things and execute and file any and all instruments which said attorneys and agents, or any of them, may deem necessary or advisable to enable the undersigned (in the undersigned's individual capacity or in any other capacity) to comply with the Securities Exchange Act of 1934 (the "34 Act") and the Securities Act of 1933 (the "33 Act") and any requirements of the Securities and Exchange Commission (the "SEC") in respect thereof, in connection with the preparation, execution and/or filing of (i) any report or statement of beneficial ownership or changes in beneficial ownership of securities of ITT Corporation, an Indiana corporation (the "Company"), that the undersigned (in the undersigned's individual capacity or in any other capacity) may be required to file pursuant to Section 16(a) of the 34 Act, including any report or statement on Form 3, Form 4 or Form 5, or to any amendment thereto, (ii) any report or notice required under Rule 144 of the 33 Act, including Form 144, or any amendment thereto, and (iii) any and all other documents or instruments that may be necessary or desirable in connection with or in furtherance of any of the foregoing, including Form ID, or any amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required pursuant to Section 16(a) of the 34 Act or any rule or regulation of the SEC, such power and authority to extend to any form or forms adopted by the SEC in lieu of or in addition to any of the foregoing and to include full power and authority to sign the undersigned's name in his or her individual capacity or otherwise, hereby ratifying and confirming all that said attorneys and agents, or any of them, shall do or cause to be done by virtue thereof.

This authorization shall supersede all prior authorizations to act for the undersigned with respect to securities of the Company in such matters, which prior authorizations are hereby revoked, and shall remain in effect until revoked by the undersigned in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, I have hereunto set my hand this 3rd day of October, 2011.

/s/ Robert J. Pagano