

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(X) 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  
 Leuliette, Timothy D.  
 ITT Automotive, Inc.  
 3000 University Drive  
 Auburn Hills, MI 48321
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  
 11/96
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  Officer (give title below)  Other  
 (specify below)  
 Senior Vice President (Resigned)
7. Individual or Joint/Group Filing (Check Applicable Line)  
 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 |  |                               |  |
| Common Stock         | 11/6/96             | M       | 3,000   | A   | \$15.69  |                               |  |
| Common Stock         | 11/6/96             | S       | 3,000   | D   | \$23.75  |                               |  |
| Common Stock         | 11/8/96             | M       | 195,028                                       | A   | \$15.69  |                               |  |
| Common Stock         | 11/8/96             | S       | 195,028                                       | D   | \$23.50  |                               |  |
| Common Stock         | 11/13/96            | M       | 198,028                                       | A   | \$20.32  |                               |  |
| Common Stock         | 11/13/96            | S       | 198,028                                       | D   | \$23.75  | 0                             |  |
| Common Stock         |                     |         |   |     |  | 1,615(1)                      | By 401(K) Plan                             |

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 Date | 4. Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 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 |
|--------------------------------------|--|---------------------|---------|--|--|--|---------------------------------|---|--------------------------------|---|
|                                      |  |                     |         |  |  |  |                                 |   |                                |   |
| Employee Stock Option (Right to Buy) | \$15.69  | 11/6/96             | M       | 3,000  | D 8/14/95 10/13/04                                       | Common Stock 3,000                           |                                 | 0   |                                |   |
| Employee Stock Option (Right to Buy) | \$15.69  | 11/8/96             | M       | 195,028  | D 8/14/95 10/13/04                                       | Common Stock 195,028                         |                                 | 0   |                                |   |
| Employee Stock option (Right to Buy) | \$20.32  | 11/13/96            | M       | 198,028  | D 3/5/96 5/11/05   | Common Stock 198,028                         |                                 | 0   |                                |   |

Explanation of Responses:  
 (1) Includes shares acquired between 11/1/95 and 11/30/96 under the ITT Industries Investment and Savings Plan for Salaried Employees.

SIGNATURE OF REPORTING PERSON  
 TIMOTHY D. LEULIETTE  
 DATE  
 12/3/96