

Registration No. 033-53771  
Registration No. 033-06004  
Registration No. 333-01109  
Registration No. 333-04611  
Registration No. 333-64161  
Registration No. 333-84917  
Registration No. 333-41806  
Registration No. 333-41808  
Registration No. 333-87814

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

Post-Effective Amendment No. 2 to Form S-8 Registration Statement No. 033-53771  
Post-Effective Amendment No. 8 to Form S-8 Registration Statement No. 033-06004  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-01109  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-04611  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-64161  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-84917  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-41806  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-41808  
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-87814

**UNDER  
THE SECURITIES ACT OF 1933**

**ITT CORPORATION**

*(Exact name of registrant as specified in its charter)*

**Indiana**

*(State or other jurisdiction of  
incorporation or organization)*

**3561**

*(Primary Standard Industrial  
Classification Code Number)*

**13-5158950**

*(I.R.S. Employer  
Identification Number)*

**1133 Westchester Avenue  
White Plains, NY 10604  
Telephone: (914) 641-2000**

*(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)*

**Stock Option Incentive Plan (1977)  
ITT Industries 1986 Incentive Stock Plan  
1994 ITT Industries Incentive Stock Plan  
Substitute Stock Options  
ITT Industries Investment and Savings Plan for Salaried Employees  
ITT Automotive ESI Savings Plan for Hourly Employees  
ITT Industries 1996 Restricted Stock Plan for Non-Employee Directors  
2002 ITT Industries Stock Option Plan for Non-Employee Directors**

*(Full title of the plans)*

**Mary Elizabeth Gustafsson**  
**Senior Vice President, General Counsel**  
**and Chief Compliance Officer**  
**ITT Corporation**  
**1133 Westchester Avenue**  
**White Plains, NY 10604**  
**(914) 641-2000**

*(Name, address, including zip code, and telephone number, including area code, of agent for service)*

*Copies to:*  
**David B. H. Martin**  
**Matthew C. Franker**  
**Covington & Burling LLP**  
**One CityCenter**  
**850 Tenth Street, N.W.**  
**Washington, D.C. 20001**  
**(202) 662-6000**

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

## DEREGISTRATION OF SECURITIES

These Post-Effective Amendments relate to the following Registration Statements filed on Form S-8 (collectively, the "Registration Statements"):

- Registration Statement No. 033-53771, originally filed by ITT Corporation (including its successors, the "Company") with the U.S. Securities and Exchange Commission (the "SEC") on May 24, 1994, which registered the offering of an aggregate of 7,000,000 shares of the Company's common stock;
- Registration Statement No. 033-06004, previously filed with the SEC, which registered the offering of an aggregate of 6,000,000 shares of the Company's common stock;
- Registration Statement No. 333-01109, originally filed by the Company with the SEC on February 21, 1996, which registered the offering of an aggregate of 14,000,000 shares of the Company's common stock;
- Registration Statement No. 333-04611, originally filed by the Company with the SEC on May 28, 1996, which registered the offering of an aggregate of 700,000 shares of the Company's common stock;
- Registration Statement No. 333-64161, originally filed by the Company with the SEC on September 24, 1998, which registered the offering of an aggregate of 7,500,000 shares of the Company's common stock;
- Registration Statement No. 333-84917, originally filed by the Company with the SEC on August 11, 1999, which registered the offering of an aggregate of 100,000 shares of the Company's common stock;
- Registration Statement No. 333-41806, originally filed by the Company with the SEC on July 20, 2000, which registered the offering of an aggregate of 6,500,000 shares of the Company's common stock;
- Registration Statement No. 333-41808, originally filed by the Company with the SEC on July 20, 2000, which registered the offering of an aggregate of 12,000,000 shares of the Company's common stock; and
- Registration No. 333-87814, originally filed by the Company with the SEC on May 8, 2002, which registered the offering of an aggregate of 150,000 shares of the Company's common stock.

Due to the passage of time, the Company has terminated all offerings of its securities pursuant to the above-referenced Registration Statements. In accordance with undertakings made by the Company in each Registration Statement pursuant to Item 512(a)(3) of Regulation S-K to remove from registration by means of a post-effective amendment any securities which remain unsold at the termination of the offering, the Company hereby removes and withdraws from registration all securities of the Company pursuant to the Registration Statements that remain unsold as of the date hereof.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused these Post-Effective Amendments to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized in White Plains, New York, on December 17, 2015.

**ITT Corporation**

By: /s/ Thomas M. Scalera

Thomas M. Scalera

Senior Vice President and  
Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, these registration statements have been signed by the following persons in the capacities and on the dates indicated.

<u>Name</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Denise L. Ramos</u> Denise L. Ramos (Principal executive officer)	Chief Executive Officer, President and Director	<u>December 17, 2015</u>
<u>/s/ Thomas M. Scalera</u> Thomas M. Scalera (Principal financial officer)	Senior Vice President and Chief Financial Officer	<u>December 17, 2015</u>
<u>/s/ Steven C. Giuliano</u> Steven C. Giuliano (Principal accounting officer)	Vice President and Chief Accounting Officer	<u>December 17, 2015</u>
<u>/s/ Orlando D. Ashford</u> Orlando D. Ashford	Director	<u>December 17, 2015</u>
<u>/s/ G. Peter D'Aloia</u> G. Peter D'Aloia	Director	<u>December 17, 2015</u>
<u>/s/ Geraud Darnis</u> Geraud Darnis	Director	<u>December 17, 2015</u>
<u>/s/ Donald DeFossett, Jr.</u> Donald DeFosset, Jr.	Director	<u>December 17, 2015</u>
<u>/s/ Christina A. Gold</u> Christina A. Gold	Director	<u>December 17, 2015</u>
<u>/s/ Richard P. Lavin</u> Richard P. Lavin	Director	<u>December 17, 2015</u>
<u>/s/ Frank T. MacInnis</u> Frank T. MacInnis	Director	<u>December 17, 2015</u>
<u>/s/ Rebecca A. McDonald</u> Rebecca A. McDonald	Director	<u>December 17, 2015</u>
<u>/s/ Timothy H. Powers</u> Timothy H. Powers	Director	<u>December 17, 2015</u>