

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

Giuliano, Louis J.  
ITT Industries, Inc.  
4 West Red Oak Lane  
White Plains, NY 10604

2. Issuer Name and Ticker or Trading Symbol

ITT Industries, Inc.  
ITT

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

12/17/01

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other (specify below)

Chairman, President and Chief Executive Officer

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. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock	12/7/01	G	100 D	14,431 (1)	D	
Common Stock (ISF)				6,867 (2)	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	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	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
None										

Explanation of Responses:

(1) Includes accumulations through December 17, 2001, in dividend reinvestment plan.

(2) Shares held under the ITT Industries Investment and Savings Plan including accumulations through December 14, 2001.

SIGNATURE OF REPORTING PERSON

LOUIS J. GIULIANO

DATE

12/17/01