

ITT Corp  
Form 8-K  
April 29, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

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**FORM 8-K**

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**CURRENT REPORT**  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

*Date of Report (Date of earliest event reported): April 29, 2011*

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

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**Indiana**                      **1-5672**                      **13-5158950**  
*(State or other jurisdiction*   *(Commission*   *(IRS Employer*  
*of incorporation)*              *File Number)*   *Identification No.)*

**1133 Westchester Avenue**

**White Plains, New York**                      **10604**  
*(Address of principal executive offices)*   *(Zip*  
*Code)*

**(914) 641-2000**  
*(Registrant's telephone number, including area code)*

**NOT APPLICABLE**  
*(Former name or former address, if changed since last report)*

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition**

**Item 7.01 Regulation FD Disclosure**

Attached hereto as Exhibit 99.1 and incorporated by reference herein is financial information for ITT Corporation for the first quarter of 2011, the Company's revised fiscal year 2011 adjusted earnings per share from continuing operations and revenue guidance, other forward-looking statements relating to 2011, and an update on the separation of the business into three independent publicly traded companies as presented in a press release dated April 29, 2011. This information shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

Number Description

99.1 News Release of ITT Corporation, dated April 29, 2011

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ITT CORPORATION

Date: April 29, 2011      By: /s/ Burt M. Fealing  
  Burt M. Fealing  
  Its: Vice President and Corporate Secretary  
  (Authorized Officer of Registrant)

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EXHIBIT INDEX

Exhibit   Description of Exhibit

99.1      News Release of ITT Corporation, dated April 29, 2011