

ITT Corp  
Form 8-K  
February 27, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report: February 26, 2015  
(Date of earliest event reported)

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

Indiana  
(State or other jurisdiction  
of incorporation)

001-05672  
(Commission  
File Number)

13-5158950  
(I.R.S. Employer  
Identification No.)

1133 Westchester Avenue  
White Plains, New York  
(Address of principal executive offices)

10604  
(Zip Code)

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

Not Applicable  
Former name or former address, if changed since last report

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:

- ☐ 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Arrangements of Certain Officers.

(d) Election of Directors. On February 26, 2015 (the “Effective Date”), the Board of Directors of the Company elected Timothy H. Powers to its Board of Directors effective immediately.

On the Effective Date, the Board of Directors of the Company also appointed Timothy H. Powers to the Nominating and Governance Committee of the Board of Directors. On the Effective Date, the Board of Directors also considered the independence of Mr. Powers under the New York Stock Exchange listing standards and the Company's corporate governance principles and concluded that he is an independent director under the applicable standards.

A copy of the press release is attached as Exhibit 99.1 hereto and incorporated into this Form 8-K by reference.

Item 9.01. Financial Statements and Exhibits.

(a) Exhibits

| Exhibit No. | Description                                                      |
|-------------|------------------------------------------------------------------|
| 99.1        | Press Release issued by ITT Corporation, dated February 26, 2015 |