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FEDERAL SIGNAL CORP /DE/
Form 8-K
February 18, 2004

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 (Date of earliest event reported): February 12, 2004

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

Delaware	0-693	36-1063330
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1415 W. 22nd Street, Oak Brook, Illinois 60523
(Address of principal executive offices) (Zip Code)

(630) 954-2000
(Registrant's telephone number, including area code)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

Exhibit No	Exhibit
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14	Registrant's Code of Ethics for CEO and Senior Financial Officers (as amended on February 12, 2004)
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ITEM 10. AMENDMENTS TO THE REGISTRANT'S CODE OF ETHICS, OR WAIVER OF A PROVISION
OF THE CODE OF ETHICS

On February 12, 2004, the Registrant amended its Code of Ethics for CEO and

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Senior Financial Officers. The only substantive effect of the amendment was to add a provision to the Registrant's Code of Ethics for CEO and Senior Financial Officers relating to the avoidance of actual or apparent conflicts of interest in personal and professional relationships.

The Registrant intends to post on its internet website, www.federalsignal.com, (a) any future amendment to its Code of Ethics for CEO and Senior Financial Officers and (b) the nature of any waiver including an implicit waiver, from a provision of its Code of Ethics for CEO and Senior Financial Officers granted to one of these specified officers, the name of the person to whom the waiver was granted and the date of waiver.

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 thereunto duly authorized.

FEDERAL SIGNAL CORPORATION

Dated: February 12, 2004

By: /s/ Robert D. Welding

Robert D. Welding
President and Chief Executive Officer