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CRANE CO /DE/

Form 8-K

August 13, 2002

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): August 13,  
2002

Crane Co.  
(Exact Name of Registrant as Specified in its  
Charter)

Delaware  
(State or Other Jurisdiction of Incorporation)

1-01657    13-1952290  
(Commission File No.)                          (I.R.S. Employer  
Identification  
No.)

100 First Stamford Place  
Stamford, CT 06902  
(Address of Principal Executive Offices,  
including Zip Code)

(203) 363-7300  
(Registrant's telephone number, including area  
code)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibit No.    Description.

99.1      Statement Under Oath of Principal  
Executive Officer Regarding Facts and  
Circumstances Relating to Exchange Act Filings

99.2      Statement Under Oath of Principal  
Financial Officer Regarding Facts and  
Circumstances Relating to Exchange Act Filings

ITEM 9. REGULATION FD DISCLOSURE.

On August 13, 2002, in accordance with  
Securities and Exchange Commission (the

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"Commission") Order No. 4-460, sworn statements were filed with the Commission by the principal executive officer and the principal financial officer of Crane Co.

A copy of each of these statements is attached hereto as Exhibit 99.1 and Exhibit 99.2, respectively, and each is incorporated herein by reference.

SIGNATURES

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

CRANE CO.

Date: August 13, 2002

By: /s/ Augustus I. duPont

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Name: Augustus I. duPont  
Title: Vice President,  
General Counsel and  
Secretary

Exhibit No. 99.1

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Eric C. Fast, President and Chief Executive Officer of Crane Co., state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Crane Co. and, except as corrected or supplemented in a subsequent covered report:

no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

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(2) I have reviewed the contents of this statement with Crane Co.'s Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

Annual Report on Form 10-K of Crane Co. filed with the Commission for the year ended December 31, 2001;

all quarterly reports on Form 10-Q, all current reports on Form 8-K and all definitive proxy materials of Crane Co. filed with the Commission subsequent to the filing of the Form 10-K identified above; and

any amendments to any of the foregoing.

Date: August 12, 2002 /s/ Eric C. Fast  
Eric C. Fast  
President & Chief  
Executive Officer,  
Crane Co.

Subscribed and sworn to before me this \_\_\_\_ day of \_\_\_\_\_, 2002.

\_\_\_\_\_  
Notary Public  
My Commission Expires:

Exhibit No. 99.2

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Michael L. Raithel, Vice President-Finance and Chief Financial Officer of Crane Co., state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Crane Co. and, except as corrected or supplemented in a subsequent covered report:

no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered

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by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with Crane Co.'s Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

Annual Report on Form 10-K of Crane Co. filed with the Commission for the year ended December 31, 2001;

all quarterly reports on Form 10-Q, all current reports on Form 8-K and all definitive proxy materials of Crane Co. filed with the Commission subsequent to the filing of the Form 10-K identified above; and

any amendments to any of the foregoing.

Date: August 12, 2002 /s/ M. L. Raithel  
Michael L. Raithel  
Vice President-Finance  
& Chief Financial  
Officer, Crane Co.

Subscribed and sworn to before me this  
\_\_\_\_ day of \_\_\_\_\_, 2002.

\_\_\_\_\_  
Notary Public  
My Commission Expires: