Edgar Filing: TRINITY INDUSTRIES INC - Form 4

TRINITY I Form 4 October 03,	NDUSTRIES INC 2008	2								
FORM	ЛЛ								PPROVAL	L
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287	
Check ti if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst	nger to 16. or Dins ttinue. Section 17(STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						Estimated burden hou response	stimated average urden hours per	
1(b).										
(Print or Type	Responses)									
1. Name and GAFFORD		2. Issuer Name and Ticker or Trading Symbol TRINITY INDUSTRIES INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			[NYSE	/TRN]			(Ch	eek un upplieubl		
(Last) (First) (Middle) 2525 STEMMONS FREEWAY			3. Date of Earliest Transaction (Month/Day/Year) 10/01/2008				X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
DALLAS,	TX 75207						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivati	ve Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	1
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	Dispose (Instr. 3	ed (A) or ed of (D) (A, 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature (Indirect Beneficial Ownershij (Instr. 4)	1
Reminder De	port on a separate line	for each cla	uss of sec	urities here	ficially	wned directly	or indirectly			
Kenninger: Ke	port on a separate line		155 OI SEC	unities defie	Pers info requ	sons who res rmation con lired to resp	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acqu (A) o Disp of (E (Inst	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5)
			Code V	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Trinity Phantom Stock Units	\$ 0	10/01/2008	А	836)	(1)	(1)	Common Stock	836	\$ 25.3

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
GAFFORD RONALD J 2525 STEMMONS FREEWAY DALLAS, TX 75207	Х			
Signatures				
Paul M. Jolas For: Ronald J. Gafford		10/03/2008		
<pre>Signature of Reporting Person</pre>		Date		
Evalenation of Dec				

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The Trinity Phantom Stock Units were accrued under the Trinity Industries, Inc. Deferred Plan for Directors Fees. Stock units are
 (1) converted at "1 for 1" (a rate of one stock unit per one share of Trinity common stock). Settlement of the account will be in cash after the reporting person's retirement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.