

TRINITY INDUSTRIES INC
Form 4
May 02, 2003

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By
Romeo and Dye's
Section 16 Filer
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| | | | | | | | | |
|--|--------------------------------------|--|---|---|---|---|---|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| Wallace Timothy R. | | | Trinity Industries, Inc.; NYSE; TRN | | | <input checked="" type="checkbox"/> Director | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 10% Owner <input type="checkbox"/> | | |
| 2525 Stemmons Freeway | | | | | | <input checked="" type="checkbox"/> Officer (give title below) — | | |
| (Street) | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | Other (specify below) | | |
| Dallas, Texas 75207 | | | | | | Chairman, President & Chief Executive Officer | | |
| (City) (State) (Zip) | | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | | | | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | | | | | |
| | | | Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount (A) or (D) | Price | | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| | | | | | | | | | | | |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|---|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|--|---|--|

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| | | | | (Instr. 3, 4 & 5) | | | | | | | | | or Indirect (I) (Instr. 4) | |
|----------------------------|--------------------|-----------------|--|-------------------|---|------------|-----|-------------------|------------------|---------------------|----------------------------|--------------|----------------------------|-------------------|
| | | | | Code | V | (A) | (D) | Date Exer-cisable | Expira-tion Date | Title | Amount or Number of Shares | | | |
| Trinity Stock Units | 1 - for - 1 | 04/30/03 | | A | | 219 | | (1) | (1) | Common Stock | 219 | 16.55 | 35,552 | I by Trust |

Explanation of Responses:

(1) The Trinity Stock Units were accrued under the Trinity Industries, Inc. Supplemental Profit Sharing Plan and will be settled upon the reporting person's retirement or other termination of service or earlier for in service distributions under limited circumstances as provided by the plan. Stock Units convert at a ratio of 1 to 1.

By: /s/ **Michael G. Fortado**
For: Timothy R. Wallace
 **Signature of Reporting Person

05/01/03
 Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
 If space is insufficient, See Instruction 6 for procedure.

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