Edgar Filing: TRINITY INDUSTRIES INC - Form 4

TRINITY II Form 4 December 1	NDUSTRIES INC 2. 2008	C								
FORM	OMB A N OMB Number:	PPROVAL 3235-0287								
Check th if no lon subject to Section Form 4 Form 5 obligation may cor <i>See</i> Insta 1(b).	rger 50 16. or Filed pur ons stinue.	Washington, D.C. 20549 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								
(Print or Type	Responses)									
1. Name and A WALLAC	2. Issuer Name and Ticker or Trading Symbol TRINITY INDUSTRIES INC [NYSE/TRN]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 2525 STEM	(First) (3. Date of Earliest Transaction (Month/Day/Year) 12/10/2008				X Director 10% Owner X Officer (give title Other (specify below) Chairman, CEO & President				
	(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 Form filed by More than One Reporting 				
DALLAS,		(T)					Person	More than One R	epotting	
(City)	(State)	(Zip)		le I - Non-l			cquired, Disposed		lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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 of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		()	(Month/Day/Year)		nstr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Empolyee Stock Option (right to buy)	\$ 16.24	12/10/2	2008		А		85,000		05/15/2012	12/10/2018	Common Stock	85,000
Report	ing Ow	ners										
Reporting	Owner Name / Address				Relatio	Relationships						
	ТІМОТНУ	_	Director	10% Owner	Officer		Other					

Chairman, CEO & President

WALLACE TIMOTHY R 2525 STEMMONS FREEWAY DALLAS, TX 75207

Signatures

Paul M. Jolas For: Timothy R. Wallace

12/12/2008

<u>**</u>Signature of Reporting Person

Date

Explanation of Responses:

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

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** 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. 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.