## Edgar Filing: TRINITY INDUSTRIES INC - Form 4

TRINITY I Form 4 April 02, 20	NDUSTRIES INC	C								
FORM								OMB A	PPROVAL	
	UNITED	STATES		RITIES A			COMMISSIO	N OMB Number:	3235-0287	
Check t if no lor subject Section Form 4 Form 5			SECU	RITIES		WNERSHIP OF	Estimated burden hou response	urs per		
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	(a) of the I	Public U	tility Hol	ding Co		nge Act of 1934, of 1935 or Secti 940			
(Print or Type	Responses)									
1. Name and ROCK DO	Address of Reporting UGLAS L	Person <u>*</u>	2. Issue Symbol	er Name <b>an</b> o	d Ticker of	Trading	5. Relationship o Issuer	of Reporting Per	rson(s) to	
			TRINITY INDUSTRIES INC [NYSE/TRN]				(Check all applicable)			
(Last) (First) (Middle) 2525 N. STEMMONS FREEWAY			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2015			X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				al	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>					
DALLAS,	TX 75207						Person		eportung	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Re	port on a separate lin	e for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					Perso inforr requi	ons who res nation cont red to resp	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

number.

 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.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Underlying Securities	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3				(Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Trinity Phantom Stock Units	\$ 0	03/31/2015	А	63	<u>(1)</u>	<u>(1)</u>	Common Stock	63	\$ 35.51

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ROCK DOUGLAS L 2525 N. STEMMONS FREEWAY DALLAS, TX 75207	Х						
Signatures							
Mary E. Henderson For: Douglas L. Rock	. 04/02/2015						
<b>**</b> Signature of Reporting Person		Date					
Explanation of Responses:							

## **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.