#### TRINITY INDUSTRIES INC

Form 4

December 17, 2004

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

**OMB APPROVAL** 

**OMB** 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

Common

Stock

12/15/2004

(Print or Type Responses)

1. Name and Address of Reporting Person * LEE JOHN M			2. Issuer Name <b>and</b> Ticker or Trading Symbol TRINITY INDUSTRIES INC			5. Relationship of Reporting Person(s) to Issuer				
			[NYSE	/TRN]		(Check all applicable)				
(Last)	(First) (	Middle)		f Earliest T Day/Year)	ransaction	Director 10% OwX_ Officer (give title Other (sp				
2525 STEMMONS FREEWAY			12/15/2004			below) below) Vice President				
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)			Applicable Line) _X_Form filed by One Reporting Person				
DALLAS,	TX 75207						•	ore than One Re		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acq	uired, Dis	posed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securities Acquired (A	) 5. Amo	ount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution	Date, if	Transactio	omr Disposed of (D)	Securit	ies	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Benefic	cially	Form:	Beneficial	

(Instr. 8)

S

Code V Amount

3,500

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Owned

Following

Reported

22,254

Transaction(s)

(Instr. 3 and 4)

Direct (D)

or Indirect

(Instr. 4)

D

Ownership

(Instr. 4)

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

(A)

(D)

D

Price

33.0374

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title at Amount of		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(monda, Day, Teal)	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Underlyin Securities (Instr. 3 a	ng s	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title Nu of	nount umber uares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<b>FS</b>	Director	10% Owner	Officer	Other			
LEE JOHN M 2525 STEMMONS FREEWAY DALLAS, TX 75207			Vice President				

## **Signatures**

Michael G. Fortado For: John
M. Lee 12/17/2004

\*\*Signature of Reporting Person Date

## **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).

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.

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