Edgar Filing: TRINITY INDUSTRIES INC - Form 4

TRINITY IN	DUSTRIES IN	С									
Form 4	_										
May 11, 200	6								<u></u>		
FORM	$ 4 _{\text{UNITED}}$	STATES	SECUE	ITIFS A	ND FY	снл	NCF (OMMISSION		PROVAL	
	UNITED	SIAILS					NGE C		OMB Number:	3235-0287	
Check this box Washington, D.C. 20549									January 31,		
if no long	GES IN	GES IN BENEFICIAL OWNI				Expires:	2005				
subject to STATEMENT OF C				SECUR	ITIES				Estimated average burden hours per		
Form 4 or	r								response 0		
Form 5 obligatior	•						•	e Act of 1934,			
may conti See Instru 1(b).	inue. Section 17			ility Hold vestment	•	· ·	•	1935 or Section 0	n		
(Print or Type R	Responses)										
5			2. Issuer Name and Ticker or Trading Symbol				ng	5. Relationship of Reporting Person(s) to Issuer			
			TRINITY INDUSTRIES INC [NYSE/TRN]					(Check all applicable)			
(Me			(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 05/09/2006				Director10% Owner Officer (give titleXOther (specify below) below)			
2525 51201			03107120	000				President	t Trinity Freigh	tcar	
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DALLAS, T	X 75207							Form filed by M Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	ned3.4. Securities Acquiredn Date, ifTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)Day/Year)(Instr. 8)				d of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	05/09/2006			М	700	А	\$0	46,052	D		
Common Stock	05/09/2006			F	220	D	\$ 69.42	45,832	D		

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

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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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	05/09/2006		М	700	<u>(1)</u>	<u>(1)</u>	Common Stock	1,400	\$ C

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Graham Martin 2525 STEMMONS FREEWAY DALLAS, TX 75207				President Trinity Freightcar			
Signatures							
Michael G. Fortado For: Martin Graham		05/11/2006					
**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).

Restricted Stock Units granted pursuant to Trinity Industries, Inc. Stock Option & Incentive Plan. Units vest in varying percentages
(1) beginning on the 3rd anniversary date of the grant with 100% vesting on the 5th anniversary date of the grant. Distribution is 1 for 1 in Trinity Stock on each vesting date or later if elected by grantee.

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.