## Edgar Filing: TRINITY INDUSTRIES INC - Form 4

TRINITY I Form 4 October 02.	NDUSTRIES INC	2								
	ЛЛ							OMB A	PPROVAL	
FORM	UNITED	STATES		RITIES A			E COMMISSIO	N OMB Number:	3235-0287	
Check t if no lor subject Section Form 4	nger <b>STATEN</b> 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERS SECURITIES							January 31, 2005 average urs per . 0.5	
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	(a) of the H	Public U	Itility Ho	lding Co		nge Act of 1934, c of 1935 or Secti 1940			
(Print or Type	Responses)									
1. Name and ADAMS J	Person <sup>*</sup>	Symbol	er Name <b>an</b>			5. Relationship of Reporting Person(s) to Issuer				
		INYSE	TY INDU E/TRN]	STRIE	S INC	(Check all applicable)				
(Last) (First) (Middle) 2525 N. STEMMONS FREEWAY				of Earliest T Day/Year) 2014	ransactio	n	X_ Director 10% Owner Officer (give title Other (specify below) below)			
				endment, D onth/Day/Yea	-	nal	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
DALLAS,	TX 75207						Form filed by Person	More than One Re	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Securities A	Acquired, 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)	Dispose	d (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V						
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	Pers info requ	ons who res mation con ired to resp	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not orm	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	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

number.

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(Instr. 3)	Price of Derivative Security	Derivative		Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						(Instr. 5)	
			Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Trinity Phantom Stock Units	\$ 0	09/30/2014	A		218		(1)	(1)	Common Stock	218	\$ 46.7

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
ADAMS JOHN L 2525 N. STEMMONS FREEWAY DALLAS, TX 75207	Х							
Signatures								
Mary E. Henderson For: John L. Adams		10/02/2014						
**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).
- 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.