## Edgar Filing: TRINITY INDUSTRIES INC - Form 4

| TRINITY I<br>Form 4<br>July 02, 20                        | NDUSTRIES IN                                                                    | С             |                                                                   |                                                      |                                                  |                                                                              |                                                                                                                                                                                    |                                                                      |                                                                   |     |
|-----------------------------------------------------------|---------------------------------------------------------------------------------|---------------|-------------------------------------------------------------------|------------------------------------------------------|--------------------------------------------------|------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|-----|
| FORM                                                      | ЛД                                                                              |               |                                                                   |                                                      |                                                  |                                                                              |                                                                                                                                                                                    |                                                                      | PPROVAL                                                           | _   |
|                                                           | UNITED                                                                          | STATES        |                                                                   | RITIES A                                             |                                                  |                                                                              | COMMISSIO                                                                                                                                                                          | N OMB<br>Number:                                                     | 3235-0                                                            | 287 |
| Check t<br>if no lot<br>subject<br>Section<br>Form 4      | to <b>STATE</b><br>16.                                                          | MENT OI       | WNERSHIP OF                                                       | Expires:<br>Estimated<br>burden hou<br>response      | average<br>Jrs per                               | 0.5 v 31, 2005                                                               |                                                                                                                                                                                    |                                                                      |                                                                   |     |
| Form 5<br>obligati<br>may con<br><i>See</i> Inst<br>1(b). | ons<br>ntinue. Section 17                                                       | (a) of the l  | Public U                                                          | Itility Hol                                          | ding Coi                                         |                                                                              | nge Act of 1934,<br>of 1935 or Secti<br>940                                                                                                                                        |                                                                      |                                                                   |     |
| (Print or Type                                            | Responses)                                                                      |               |                                                                   |                                                      |                                                  |                                                                              |                                                                                                                                                                                    |                                                                      |                                                                   |     |
| 1. Name and ADAMS J                                       | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>TRINITY INDUSTRIES INC |               |                                                                   |                                                      | 5. Relationship of Reporting Person(s) to Issuer |                                                                              |                                                                                                                                                                                    |                                                                      |                                                                   |     |
|                                                           |                                                                                 |               | INYSE                                                             |                                                      | STRIES                                           | INC                                                                          | (Check all applicable)                                                                                                                                                             |                                                                      |                                                                   |     |
| (Last) (First) (Middle)<br>2525 N. STEMMONS FREEWAY       |                                                                                 |               | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>06/30/2015 |                                                      |                                                  | X_ Director 10% Owner<br>Officer (give title Other (specify<br>below) below) |                                                                                                                                                                                    |                                                                      |                                                                   |     |
| I                                                         |                                                                                 |               |                                                                   | 4. If Amendment, Date Original Filed(Month/Day/Year) |                                                  |                                                                              | <ul> <li>6. Individual or Joint/Group Filing(Check<br/>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                                                                                                                                                                             | More mun one re                                                      | oporting                                                          |     |
| (City)                                                    | (State)                                                                         | (Zip)         | Tab                                                               | le I - Non-l                                         | Derivative                                       | Securities A                                                                 | cquired, Disposed                                                                                                                                                                  | of, or Beneficia                                                     | lly Owned                                                         |     |
| 1.Title of<br>Security<br>(Instr. 3)                      | 2. Transaction Date<br>(Month/Day/Year)                                         | Execution any | Date, if                                                          | 3.<br>Transactio<br>Code<br>(Instr. 8)               | Disposed                                         | (A) or<br>of (D)                                                             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                                                                 | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |     |
|                                                           |                                                                                 |               |                                                                   | Code V                                               | Amount                                           | (D) Price                                                                    | (Instr. 3 and 4)                                                                                                                                                                   |                                                                      |                                                                   |     |
| Reminder: Re                                              | port on a separate lin                                                          | e for each cl | ass of sec                                                        | urities bene                                         | Perso<br>inforr<br>requi                         | ons who res<br>nation cont<br>red to resp                                    | or indirectly.<br>spond to the colle<br>tained in this form<br>ond unless the fo                                                                                                   | n are not<br>orm                                                     | SEC 1474<br>(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<br>Derivative<br>Security | (Month/Day/Yo | ear) (Inst | r. 8) | Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) |     |                     |                    |                 | (Instr. 5)                             |         |
|--------------------------------------|------------------------------------|---------------|------------|-------|-----------------------------------------------------------------------------------|-----|---------------------|--------------------|-----------------|----------------------------------------|---------|
|                                      |                                    |               | Cod        | e V   | (A)                                                                               | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |         |
| Trinity<br>Phantom<br>Stock<br>Units | \$ 0                               | 06/30/2015    | А          |       | 405                                                                               |     | (1)                 | (1)                | Common<br>Stock | 405                                    | \$ 26.4 |

## **Reporting Owners**

| Reporting Owner Name / Address                               | Relationships |            |         |       |  |  |  |
|--------------------------------------------------------------|---------------|------------|---------|-------|--|--|--|
|                                                              | Director      | 10% Owner  | Officer | Other |  |  |  |
| ADAMS JOHN L<br>2525 N. STEMMONS FREEWAY<br>DALLAS, TX 75207 | Х             |            |         |       |  |  |  |
| Signatures                                                   |               |            |         |       |  |  |  |
| Mary E. Henderson For: John L.<br>Adams                      |               | 07/02/2015 |         |       |  |  |  |
| **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.