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GAFFORD R Form 4 May 03, 2011	ONALD J								
FORM Check this if no longe	box		Wa	shington	, D.C. 20	549	E COMMISSION WNERSHIP OF	OMB Number: Expires:	PPROVAL 3235-0287 January 31, 2005
subject to Section 16 Form 4 or Form 5 obligations may contir <i>See</i> Instruct 1(b).	Filed pur Section 17(Stion	rsuant to S (a) of the I	Section Public U	SECUI 16(a) of th Itility Hol	RITIES ne Securit ding Cor	ties Excha	nge Act of 1934, of 1935 or Sectio	Estimated burden hou response	urs per
1. Name and Ad GAFFORD F	2. Issuer Name and Ticker or Trading Symbol TRINITY INDUSTRIES INC [NYSE/TRN]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 2525 STEMMONS FREEWAY			3. Date of Earliest Transaction (Month/Day/Year) 05/02/2011			X_ Director 10% Owner Officer (give title Other (specify below) below)			
(Street) DALLAS, TX 75207			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed of	of. or Beneficia	llv Owned
	. Transaction Date Month/Day/Year)	Execution any	ed Date, if	3.	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	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
Reminder: Repo	rt on a separate line	e for each cl	ass of sec		ficially own Perso inforn requir	ned directly ns who res nation cont red to resp nys a curre		are not m	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	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securit

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year	·) (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr.			
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Trinity Stock Units	\$ 0	05/02/2011	А	4,200		<u>(1)</u>	<u>(1)</u>	Common Stock	4,200	\$ (

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
GAFFORD RONALD J 2525 STEMMONS FREEWAY DALLAS, TX 75207	Х			
Signatures				
Mary E. Henderson For: Ronald . Gafford	J.	05/03/	/2011	
**Signature of Reporting Person		Dat	te	

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).
- (1) Restricted Stock Units granted pursuant to Trinity Industries, Inc. Stock Option & Incentive Plan. Distribution is 1 for 1 in Trinity Stock after Director's termination. Units vest on the 1st business day immediately preceding the 2012 Annual Meeting of Stockholders.

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.