

TRINITY INDUSTRIES INC

Form 8-K

February 27, 2004

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): February 27, 2004

TRINITY INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-6903 (Commission File Number)	75-0225040 (I.R.S. Employer Identification No.)
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2525 Stemmons Freeway Dallas, Texas (Address of principal executive offices)	75207-2401 (Zip Code)
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Registrant's telephone number, including area code: **(214) 631-4420**

Not Applicable
(Former name or former address, if changed since last report)

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Item 5. Other Events.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

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Item 5. Other Events.

On February 27, 2004, Trinity Industries, Inc. announced that it is proposing to make, subject to market and other conditions, an offering of up to \$300 million aggregate principal amount of senior notes due 2014 in a private offering. A copy of the press release is attached as Exhibit 99.1 to this report and is incorporated herein by reference under Item 5.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

99.1 Press Release dated February 27, 2004.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TRINITY INDUSTRIES, INC.

By: /s/ Michael G. Fortado
Michael G. Fortado
Vice President and Secretary

Date: February 27, 2004

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<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated February 27, 2004.