

TRINITY INDUSTRIES INC
Form 8-K
May 15, 2006

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):

May 15, 2006

Trinity Industries, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-6903

75-0225040

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

2525 Stemmons Freeway, Dallas, Texas

75207-2401

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

214-631-4420

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Effective May 15, 2006, the Board of directors of the Company amended Section 1 of Article III of the Bylaws of Trinity Industries, Inc. to decrease the number of directors from ten (10) to eight (8).

Item 8.01 Other Events.

Trinity Industries, Inc. issued a press release on May 15, 2006, announcing a stock dividend in the form of a three for two stock split and a 28% increase in its quarterly dividend to six (6) cents a share after the split.

Item 9.01 Financial Statements and Exhibits.

The following is filed as an Exhibit to this Report.

99.1 Press Release by Trinity Industries, Inc. dated May 15, 2006 announcing a stock dividend in the form of a three for two stock split and an increase in its quarterly dividend.

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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 hereunto duly authorized.

Trinity Industries, Inc.

May 15, 2006

By: *Michael G. Fortado*

Name: Michael G. Fortado

Title: Vice President and Secretary

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| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release by Trinity Industries, Inc. dated May 15, 2006 announcing a stock dividend in the form of a three for two stock split and an increase in its quarterly dividend. |