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TRINITY INDUSTRIES INC

Form 8-K

September 18, 2001

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D. C. 20549

FORM 8-K

Current Report
Pursuant to Section 13 or 15(d) of The
Securities and Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): September 18, 2001

TRINITY INDUSTRIES, INC.
(Exact name of Registrant as specified in its charter)

Delaware 1-6903 75-0225040
(State of incorporation) (Commission File No.) (IRS 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

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2

Item 5. Other Events

The Board of Directors of the Registrant has determined that the next Annual Meeting of Stockholders will be held on May 13, 2002, which will be more than thirty days from the date of the last annual meeting. Accordingly, the Board of Directors of the Registrant has determined stockholder proposals to be included in the Registrant's Proxy Statement and form of proxy relating to the 2002 Annual Meeting must be received by the Registrant at its offices in Dallas, Texas, addressed to the Secretary of the Registrant, no later than December 13, 2001.

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Under the Bylaws of the Registrant, as amended on September 13, 2001, certain procedures are provided which a stockholder must follow to nominate persons for election as directors or to introduce an item of business at the 2002 Annual Meeting of Stockholders. These procedures provide, generally, that stockholders desiring to make nominations for directors, and/or bring a proper subject of business before the meeting, must do so by a written notice to the Secretary of the Registrant and received on or before March 14, 2002, for the 2002 Annual Meeting. The Bylaws specify the information that must be contained or accompany the notice. Copies of the Registrant's Bylaws are available from the Secretary of the Registrant.

Item 8. Change in Fiscal Year

On September 13, 2001, the Board of Directors of the Registrant changed the fiscal year end of the Registrant to December 31 from March 31, effective December 31, 2001. The Registrant will file the required transition report on Form 10-K covering the period beginning April 1, 2001 through December 31, 2001.

3

SIGNATURE

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.

Date: September 18, 2001

By: /S/ Michael G. Fortado

Michael G. Fortado
Vice President, General
Counsel, and Secretary