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GENESEE & WYOMING INC
Form 8-K
February 26, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549-1004

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 22, 2002

GENESEE & WYOMING INC.
(Exact Name of Registrant as Specified in Charter)

Delaware 0-20847 06-0984624
(State or Other Jurisdiction of (Commission File Number) (IRS Employer
Incorporation) Identification No.)

66 Field Point Road 06830
Greenwich, Connecticut (Zip Code)
(Address of Principal Executive Offices)

Registrant's telephone number, including area code (203) 629-3722

Item 5. Other Events

On February 22, 2002, Genesee & Wyoming Inc. (GWI), a Delaware corporation, completed the merger of ETR Acquisition Corporation (ETR), a Delaware corporation and a wholly owned subsidiary of GWI, with and into Emons Transportation Group, Inc. (ETG), a Delaware corporation, resulting in ETG becoming a wholly owned subsidiary of GWI.

A copy of the press release issued by GWI, dated February 25, 2002, announcing the completion of the merger is attached as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

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

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- (a) Not applicable
- (b) Not applicable
- (c) Exhibits

99.1 Press Release of Genesee & Wyoming Inc., dated February 25, 2002.

SIGNATURE

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

GENESEE & WYOMING INC.

By: /s/ John C. Hellmann

Name: John C. Hellmann
Title: Chief Financial Officer

Dated: February 26, 2002

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release of Genesee & Wyoming Inc., dated February 25, 2002