TREX CO INC Form 4 April 07, 2005

## FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
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Number:

**OMB APPROVAL** 

3235-0287

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

	Address of Repor	_	2. Issue	r Name <b>an</b>	<b>d</b> Ticker or Trading	5. Relationship of Reporting Person(s) to			
MATHENY ROBERT G			Symbol TREX CO INC [TWP]			Issuer (Check all applicable)			
(Last)	(Last) (First) (Middle)			f Earliest T	ransaction	(====== an approvious)			
160 EXETER DRIVE			(Month/D 04/05/2	•		X Director 10% Owner X Officer (give title Other (specification) below)  Chairman and CEO			
		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
		Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person				
WINCHEST	ΓER, VA 226	03-8605				Form filed by ! Person	More than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-	Derivative Securities Acq	uired, Disposed o	of, or Beneficial	ly Owned	
1.Title of Security		Date 2A. Dee (ear) Execution		3. Transact	4. Securities Acquired ion(A) or Disposed of (D)	5. Amount of Securities	6. Ownership Form: Direct		

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.02	1,124,989 (1)	D	
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.03	1,124,889 (1)	D	
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.06	1,124,789 (1)	D	
Common Stock	04/05/2005	04/05/2005	S	200	D	\$ 44.07	1,124,589 (1)	D	
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.08	1,124,489 (1)	D	

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Common Stock	04/05/2005	04/05/2005	S	200	D	\$ 44.1	1,124,289 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.11	1,124,189 (1)	D
Common Stock	04/05/2005	04/05/2005	S	200	D	\$ 44.13	1,123,989 (1)	D
Common Stock	04/05/2005	04/05/2005	S	200	D	\$ 44.14	1,123,789 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.15	1,123,689 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.16	1,123,589 (1)	D
Common Stock	04/05/2005	04/05/2005	S	200	D	\$ 44.18	1,123,389 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.22	1,123,289 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.23	1,123,189 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.24	1,123,089 (1)	D
Common Stock	04/05/2005(2)	04/05/2005	S	200	D	\$ 44.25	1,122,889 (1)	D
Common Stock	04/05/2005	04/05/2005	S	200	D	\$ 44.25	1,122,689 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.3	1,122,589 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.31	1,122,489 (1)	D
Common Stock	04/05/2005	04/05/2005	S	100	D	\$ 44.36	1,122,389 (1)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativo	e	Securities	(Instr. 5)	Bene
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Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MATHENY ROBERT G 160 EXETER DRIVE

X Chairman and CEO

**WINCHESTER, VA 22603-8605** 

## **Signatures**

Lynn E.

MacDonald 04/07/2005

\*\*Signature of Reporting Person Date

### **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).
- (2) Additional transactions by the reporting person for this date are being reported on a separate Form 4.
  - Does not include Indirect Beneficial Ownership of 1000 shares by wife. Mr. Matheny disclaims beneficial ownership of these securities,
- (1) and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

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.

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