TREX CO INC Form 4 June 03, 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 Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

(Print or Type Responses)

See Instruction

1(b).

(Last)

1. Name and Address of Reporting Person * FERRARI ANDREW U

(First)

(Middle)

828 ARMISTEAD STREET

(Street)

2. Issuer Name and Ticker or Trading Symbol

30(h) of the Investment Company Act of 1940

TREX CO INC [TWP]

3. Date of Earliest Transaction (Month/Day/Year)

06/02/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

_X__ Director 10% Owner Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

WINCHESTER, VA 22601

(City)	(State)	(Zip) Tabl	le I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	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. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		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	06/02/2005	06/02/2005	S	100	D	\$ 38.9	630,877 (1)	D	
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.02	630,777 (1)	D	
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.4	630,677 <u>(1)</u>	D	
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.43	630,577 (1)	D	
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.44	630,477 (1)	D	
	06/02/2005	06/02/2005	S	100	D		630,377 (1)	D	

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Common Stock						\$ 39.46		
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.49	630,277 (1)	D
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.58	630,177 (1)	D
Common Stock	06/02/2005	06/02/2005	S	150	D	\$ 39.62	630,027 (1)	D
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.68	629,927 (1)	D
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.8	629,827 (1)	D
Common Stock	06/02/2005	06/02/2005	S	100	D	\$ 39.98	629,727 (1)	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. DrNumber of Derivative Securities Acquired (A) or Disposed		ate	7. Title Amount Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans
				of (D) (Instr. 3, 4, and 5)						(Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FERRARI ANDREW U 828 ARMISTEAD STREET WINCHESTER, VA 22601	X							

Reporting Owners 2

Signatures

Lynn E. MacDonald

06/03/2005

**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).
- Does not include Indirect Beneficial Ownership of 850 shares by wife. Mr. Ferrari disclaims beneficial ownership of these securities, and (1) 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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