TREX CO INC Form 4 March 01, 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**

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)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First)

(Street)

(Middle)

TREX CO INC [TWP]

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

02/25/2005

(Check all applicable)

828 ARMISTEAD STREET

4. If Amendment, Date Original

Filed(Month/Day/Year)

below)

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

Officer (give title

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

Person

WINCHESTER, VA 22601

| (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. Transactio Code (Instr. 8) | 4. Securities Acquired n(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 | or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.6 | 703,377 (1) | D | |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.6 | 703,277 (1) | D | |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.74 | 703,177 (1) | D | |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.74 | 703,077 (1) | D | |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.77 | 702,977 (1) | D | |
| | 02/25/2005 | 02/25/2005 | S | 100 | D | | 702,877 <u>(1)</u> | D | |

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| Common Stock | | | | | | \$ 44.77 | | |
|-----------------|------------|------------|---|-------|---|-------------|--------------------|---|
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.79 | 702,777 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.8 | 702,677 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.82 | 702,577 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.84 | 702,477 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 200 | D | \$ 44.84 | 702,277 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.91 | 702,177 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.91 | 702,077 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 44.99 | 701,977 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45 | 701,877 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 1,250 | D | \$ 45 | 700,627 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45.02 | 700,527 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45.02 | 700,427 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45.08 | 700,327 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45.08 | 700,227 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45.22 | 700,127 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 100 | D | \$ 45.22 | 700,027 (1) | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 150 | D | \$ 45.24 | 699,877 <u>(1)</u> | D |
| Common Stock | 02/25/2005 | 02/25/2005 | S | 150 | D | \$ 45.24 | 699,727 (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

SEC 1474 (9-02)

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required to respond unless the form displays a currently valid OMB control number.

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 Exer | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|--------------|-------------|---------|--------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onNumber | Expiration D | ate | Amou | ınt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | rlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | e | | Secur | ities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 3 | | (Instr. | . 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | Title | or Number | | |
| | | | | | | Exercisable | Date | Title | of | | |
| | | | | Codo V | (A) (D) | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|--------------------------------|---------------|

Director 10% Owner Officer Other

FERRARI ANDREW U 828 ARMISTEAD STREET X WINCHESTER, VA 22601

Signatures

Lynn E.

MacDonald 03/01/2005

**Signature of Date
Reporting Person

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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