TREX CO INC
Form FWP
June 13, 2007

Issuer Free Writing Prospectus
Filed Pursuant to Rule 433
Registration Statement No. 333-143171
June 12, 2007

**Trex Company, Inc.**
**$85,000,000 Convertible Senior Subordinated Notes due 2012**

| **Security Information** | |
|---|---|
| Company name | Trex Company, Inc. |
| Security | Convertible Senior Subordinated Notes |
| Registration format | SEC Registered |
| CUSIP | 89531PAA3 |
| ISIN | US89531PAA30 |
| Ranking | Senior Subordinated |
| Common stock ticker | NYSE: TWP |

**Size**

| | **Notes** | **Proceeds** |
|---|---|---|
| Base deal | 85,000 | $ 85,000,000 |
| Underwriters option | 12,500 | $ 12,500,000 |
| Total | 97,500 | $ 97,500,000 |

**Terms**

| **5 year** | |
|---|---|
| Par amount per note | $ 1,000 |
| Issue price | $ 1,000 |
| Interest rate | 6.00% |
| Conversion premium | 15.00% |
| Last sale of common | $ 18.94 |
| Conversion price | $ 21.78 |
| Conversion ratio | 45.9116 |
| Additional interest for failure to file reports pursuant to the Securities Exchange Act of 1934 | 0.50% |

**Dates**

| | |
|---|---|
| Trade Date | 06/13/07 |
| Settlement Date | 06/18/07 |
| Maturity | 5 Years |
| Maturity Date | 07/01/12 |
| Interest Payment Dates | 01/01, 07/01 |
| First Interest Date | 01/01/08 |

**Call Schedule**

| First call date | Call Price |
|---|---|
| None | N/A |

**Put Schedule**

| Put schedule | Put Price |
|---|---|
| None | N/A |

**Underwriting**

| | | Economics |
|---|---|---|
| Sole Bookrunner | JPMorgan | 80.00% |
| Co-manager | BB&T Capital Markets | 20.00% |

**Economics Breakdown**

| | | |
|---|---|---|
| Gross Spread (per note) | $ 33.750 | 3.375% |
| Net Proceeds before expenses (per note) | $ 966.250 | |

The issuer has filed a registration statement (including a prospectus) with the Securities and Exchange Commission, or SEC, for the offering to which this communication relates. Before you invest, you should read the prospectus (and the supplements thereto) in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll free 1-866-430-0686.

**Trex Company, Inc.**
**$85,000,000 Convertible Senior Subordinated Notes due 2012**
Adjustment to shares delivered upon conversion upon certain Fundamental Changes

**Assumptions:**

| | |
|---|---|
| Stock price at issue | $18.94 |
| Conversion premium | 15.00% |
| Conversion price | $21.78 |
| Face value | $1,000.00 |
| Conversion ratio | 45.9116 |

| **Effective date** | **$18.94** | **$22.50** | **$25.00** | **$27.50** | **$30.00** | **$32.50** | **$35.00** | **$37.50** | **$40.00** | **$42.50** | **$45.00** |
|---|---|---|---|---|---|---|---|---|---|---|---|
| 06/18/07 | 6.8867 | 6.2842 | 4.4397 | 3.1049 | 2.1291 | 1.4120 | 0.8841 | 0.4981 | 0.2249 | 0.0570 | 0.0000 |
| 07/01/08 | 6.8867 | 6.0254 | 4.1933 | 2.8881 | 1.9483 | 1.2676 | 0.7750 | 0.4248 | 0.1875 | 0.0390 | 0.0000 |
| 07/01/09 | 6.8867 | 5.5798 | 3.7728 | 2.5197 | 1.6418 | 1.0232 | 0.5884 | 0.2912 | 0.1019 | 0.0000 | 0.0000 |
| 07/01/10 | 6.8867 | 4.9841 | 3.1877 | 2.0037 | 1.2174 | 0.6932 | 0.3479 | 0.1333 | 0.0153 | 0.0000 | 0.0000 |
| 07/01/11 | 6.8867 | 3.6666 | 1.9853 | 1.0258 | 0.4859 | 0.1900 | 0.0433 | 0.0000 | 0.0000 | 0.0000 | 0.0000 |
| 07/01/12 | 6.8867 | 0.0000 | 0.0000 | 0.0000 | 0.0000 | 0.0000 | 0.0000 | 0.0000 | 0.0000 | 0.0000 | 0.0000 |

If the stock price is between two stock price amounts in the table or the effective date is between two effective dates in the table, the number of additional shares will be determined by a straight-line interpolation between the number of additional shares set for the higher and lower stock price amounts and the two dates, as applicable, based on a 365-day year

If the stock price is greater than $45.00 per share (subject to adjustment), no additional shares will be issued upon conversion; and

If the stock price is less than $18.94 per share (subject to adjustment), no additional shares will be issued upon conversion.

Notwithstanding the foregoing, in no event will the total number of shares of common stock issuable upon conversion exceed 52.7983 per $1,000 principal amount of notes, subject to adjustment in the same manner as the conversion rate as set forth under Description of Notes Conversion rate adjustments in the prospectus supplement.