SEC Form 4

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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
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL											
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1. Name and Addres	s of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol <u>TREX CO INC</u> [TWP]		tionship of Reporting all applicable) Director	n(s) to Issuer 10% Owner			
(Last) 160 EXETER D	ast) (First) (Middle) 60 EXETER DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 06/15/2004		Officer (give title below)		Other (specify below)		
[4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street) WINCHESTER	VA	22603-8605		Line) X	Form filed by One I Form filed by More	•	0		
(City)	(State)	(Zip)			Person				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date if any (Month/Day/Year)		Code (Instr.					Securities Beneficially	Form: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	06/15/2004	06/15/2004	S		100	D	\$36.52	1,639,803	D		
Common Stock	06/15/2004	06/15/2004	S		100	D	\$36.6	1,639,703	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Transaction of Expiration Date Code (Instr. Derivative (Month/Day/Year) Ownership Conversion Date Execution Date Amount of Derivative derivative of Indirect or Exercise (Month/Day/Year) if anv Securities Security Securities Form: Beneficial

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	(Month/Day/Year)	Code (8)				(Month/Day/Y	Securities Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

1. Title of

Derivative

Lynn E. MacDonald

06/16/2004

Date

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.