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

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

Common Stock	1. Name and Address of Reporting Person*							2. Issuer Name and Ticker or Trading Symbol TREX CO INC [TWP]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Common Stock	MATHENY ROBERT G						TILLY GO III [I WI]									X	Direc	ctor	10% (Owner	
Name Common Stock 10/22/2003 10/22/2							` , ,									X	below) below)				
Table 1-Non-Derivative Security (Instr. 3) Security (Instr	(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)														
Table Non-Derivative Securities Acquired Disposed of Order Disposed Order Or	WINCHESTER VA 22603-8605															, , ,					
1. Title of Security (Instr. 3)	(City)	(St	ate) (Zip)													Pers	on			
Date Chon/hi/Day/Year) Chon/hi/Day/Year				le I - No			_				Dis	·									
Common Stock	Date					Day/Year)		Execution Date, if any		Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4			l (A) or . 3, 4 a	and Securities Beneficially Owned Followi		ities icially d Following	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership	
Common Stock 10/22/2003 10/22/2003 S 100 D \$33.38 1,443,050" D										Code	v	Amount		(A) or (D)	A) or Price		Transaction(s)		(11150.4)		
Common Stock	Common	Stock			10/22/	10/22/2003			10/22/2003			100		D	\$33.2		1,443,150(1)		D		
Common Stock 10/22/2003 10/22/2003 S 100 D \$33.06 1,442,850(1) D	Common Stock				10/22/2003			10/22/2003		S		100		D	\$33.38		1,443,050(1)		D		
Common Stock 10/22/2003 10/22/2003 S 100 D \$32.85 1,442,750(1) D	Common	Stock			10/22/2003			10/22/2003		S		100		D	\$33.03		1,442,950(1)		D		
Common Stock 10/22/2003 10/22/2003 S 100 D \$33.08 1,442,650(1) D	Common	Stock			10/22/	10/22/2003		10/22/2003		S		100		D	\$33.06		1,4	42,850(1)	D		
Common Stock 10/22/2003 10/22/2003 S 100 D \$33 1,442,550(1) D	Common Stock				10/22/)/22/2003		10/22/2003		S		100		D	\$32.85 1,4		1,4	42,750 ⁽¹⁾	D		
Common Stock 10/22/2003 10/22/2003 s 100 D \$33.01 1,442,450(1) D	Common Stock 1				10/22/	2/2003		10/22/2003		S		100		D	\$33.08 1,4		1,4	42,650 ⁽¹⁾	D		
Common Stock 10/22/2003 10/22/2003 S 150 D \$33.16 1,442,300(1) D	Common Stock 10				10/22/	2/2003		10/22/2003		S		100		D	\$33		1,442,550 ⁽¹⁾		D		
Common Stock 10/22/2003 10/22/2003 S 100 D \$32.9 1,442,200(1) D	Common Stock 10				10/22/	1/22/2003				S		100		D	\$33.01				D		
Common Stock 10/22/2003 10/22/2003 10/22/2003 S 100 D \$33.14 1,442,100(1) D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities Security (Instr. 3) Security (Instr. 3) Date Or Exercise Price of Derivative Securities Securities Acquired (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Number of Securities Securities Securities Securities Underlying Derivative Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount or Number of Derivative Securities Securit	Common Stock 10/22				10/22/	'2003 1				S		150		D	\$33			42,300(1)	D		
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 Security Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Securities (Month/Day/Year) (Month/Day/Year) 4. S. Number of Operivative Securities (Month/Day/Year) (Month/Day/Year) 4. S. Number of Derivative Securities (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 4) Amount or Number of Operivative Securities (Instr. 4) (Instr. 4) Amount or Number of Ownership Security (Instr. 4) (Instr. 4) Amount or Number of Ownership Securities (Instr. 4) Amount or Number of Operivative Securities (Instr. 4) Amount or Number of Operivative Securities (Instr. 4) Amount or Number of Ownership Securities (Instr. 4) Amount or Number of Ownership Securities (Instr. 4) Amount or Number of Operivative Securities (Instr. 4) Amount or Number of Ownership S	Common Stock 10/2				10/22/	/2003		10/22/2003		S		100		D			1,4	42,200(1)	D		
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) Price of Derivative Security (Instr. 3) Price of Derivative Security (Instr. 3) Derivative Security (Instr. 3) Derivative Security (Instr. 3) Derivative Security (Instr. 3) Derivative Security (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities (Conversion or Exercise Price of Derivative Securities (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Oberivative Securities (Month/Day/Year) Underlying Derivative Securities Securities (Instr. 4) 9. Number of derivative Securities Securities (Month/Day/Year) Ownership (Instr. 5) 9. Number of derivative Securities (Instr. 4) 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Indirect (I) (Instr. 4) 12. Nature of Indirect (I) (Instr. 4) 13. Nature of Indirect (I) (Instr. 4) 14. Amount of Securities (Instr. 5) 15. Number of Amount of Securities (Instr. 5) 16. Date Expiration Date (Month/Day/Year) 17. Title and Amount of Securities (Instr. 5) 18. Price of Derivative Securities (Instr. 5) 19. Number of derivative Securities (Instr. 4) 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) 11. Nature of Indirect (I) (Instr. 4)	Common Stock 10/22/2							10/22/2003		S		100		D	\$33	- ' '			D		
(e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Instr. 8) 5. Number of Expiration Date (Month/Day/Year) 5. Number of Expiration Date (Month/Day/Year) Conversing Derivative Security (Instr. 5) 9. Number of derivative Security Security (Instr. 5) Ownership Form: Direct (D) Ownership Or Indirect (I) (Instr. 4) (Instr. 4) Amount or Number of Derivative Security (Instr. 4)																					
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Or Number Date Expiration of	Derivative Security	titve Conversion or Exercise (Month/Day/Year) 3) Price of Derivative Execution Date (Month/Day/Year) Odd Month/Day/Year)			n Date,	Date, Transactio Code (Inst		on of Err. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiratio	Expiration Date		Ame Sec Und Der Sec	Amount of Securities Underlying Derivative Security (Instr.		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction(Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
Code V (A) (D) Exercisable Date Title Shares					Code	v						Title	or Nu of	mber	1						

Explanation of Responses:

1. Does not include Indirect Beneficial Ownership of 1000 shares by wife. Mr. Matheny disclaims beneficial ownership of these securities, 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.

Lynn E. MacDonald

10/24/2003

** Signature of Reporting Person

Date

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.

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