

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 29, 2002

TREX COMPANY, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware	001-14649	54-1910453
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

160 Exeter Drive	
Winchester, Virginia	22603-8605
(Address of Principal Executive Offices)	(ZIP Code)

Registrant's telephone number, including area code: (540) 542-6300

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 5: Other Events

By a Final Order entered on May 29, 2002, a United States District Court Judge has dismissed the Consolidated Amended Complaint in the purported securities class action lawsuit that has been pending in the Western District of Virginia against the Company and certain of its officers and directors. The Final Order was accompanied by a Memorandum Opinion granting defendants' motion to dismiss the Consolidated Amended Complaint for failure to state a claim. In the Memorandum Opinion, the Court found that plaintiffs had not pleaded facts raising a strong inference that any disclosure challenged was made with fraudulent intent or was materially misleading or omissive. The claims made in the Consolidated Amended Complaint were discussed under "Legal Proceedings" in the Company's Annual Report on Form 10-K for its fiscal year ended December 31, 2001, which the Company filed with the Securities and Exchange Commission on March 21, 2002.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TREX COMPANY, INC.

Date: June 4, 2002

/s/ Anthony J. Cavanna

Anthony J. Cavanna
Executive Vice President and
Chief Financial Officer