SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
CAVANNA ANTHONY J	TREX CO INC [TWP]	

1. Name and Address of Reporting Person[*]

CAVANNA ANTHONY J

(Last)	(First)	(Middle)

160 EXETER DRIVE

(Street)

WINCHESTER   VA   22603-8605

(City)	(State)	(Zip)

2. Issuer Name **and** Ticker or Trading Symbol
TREX CO INC [TWP]

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2007

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

	Director		10% Owner
X	Officer (give title below)		Other (specify below)

Chairman and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)

X   Form filed by One Reporting Person

Form filed by More than One Reporting 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	$24.17	08/14/2007		D[(1)]			68,666	[(1)]	02/08/2016	Common Stock	68,666	[(1)]	0	D	
Stock Appreciation Right	$24.17	08/14/2007		A[(1)]		68,666		[(1)]	02/08/2016	Common Stock	68,666	[(1)]	68,666	D	
Stock Appreciation Right	$25.37	08/14/2007		D[(1)]			34,153	[(1)]	02/21/2017	Common Stock	34,153	[(1)]	0	D	
Stock Appreciation Right	$25.37	08/14/2007		A[(1)]		34,153		[(1)]	02/21/2017	Common Stock	34,153	[(1)]	34,153	D	

Explanation of Responses:

1. The reported transactions involved an amendment of outstanding stock appreciation rights ("SARs"), resulting in the deemed cancellation of the "old" SARs and the grant of replacement SARs. The SARs originally granted on February 8, 2006 and February 21, 2007 provided that the SARs become exercisable in three equal installments beginning on the first anniversary date of the transaction date and unvested SARs are cancelled upon retirement. The replacement SARs maintain the original vesting schedule and unvested SARs are not cancelled upon retirement.

Lynn E. MacDonald   08/16/2007

** Signature of Reporting Person   Date