SEC Form 4

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

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	s of Reporting Person	ĸ	2. Issuer Name and Ticker or Trading Symbol TREX CO INC [TWP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
CAVANNA A	<u>INTHUNY J</u>			Х	Director	10% Owner			
(Last) 160 EXETER DF	(First) RIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/21/2007	Х	Officer (give title below) Chairman and C	Other (specify below) CEO			
(Street)			 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Ap Line) 						
WINCHESTER	VA	22603-8605		X	Form filed by One Reporti	ng Person			
(City)	(State)	(Zip)			Form filed by More than O Person	one Reporting			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

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

1. Title of Security (Instr. 3)	Date (Month/Day/Year)	Execution Date,		ction Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(instit 4)
Common Stock	02/21/2007	02/21/2007	Α		14,781(1)	Α	\$0.01	1,238,583	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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Expiration Date of Se Derivative (Month/Day/Year) Under Securities Deriv		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Security												Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$25.37	02/21/2007	02/21/2007	A		34,153		02/21/2008 ⁽²⁾	02/21/2017	Common Stock	34,153	\$0	34,153	D	

Explanation of Responses:

1. This restricted stock award vests over a three-year period in three equal annual installments beginning on the first anniversary of the grant date.

2. The stock appreciation right becomes exerciseable in three equal installments beginning on the first anniversary date of the transaction date.

Lynn E. MacDonald by power

of attorney

02/23/2007

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.