

TREX CO INC  
Form 4  
February 24, 2005

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MATHENY ROBERT G**

(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)  
02/22/2005

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Chairman and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) Price |                                                                                               |                                                          |                                   |
| Common Stock                    | 02/22/2005                           | 02/22/2005                                         | S                              |                                                                   | 200    | D \$ 45.16       | 1,148,500 <sup>(1)</sup>                                                                      | D                                                        |                                   |
| Common Stock                    | 02/22/2005                           | 02/22/2005                                         | S                              |                                                                   | 100    | D \$ 45.36       | 1,148,400 <sup>(1)</sup>                                                                      | D                                                        |                                   |
| Common Stock                    | 02/22/2005                           | 02/22/2005                                         | S                              |                                                                   | 100    | D \$ 45.46       | 1,148,300 <sup>(1)</sup>                                                                      | D                                                        |                                   |
| Common Stock                    | 02/22/2005                           | 02/22/2005                                         | S                              |                                                                   | 100    | D \$ 45.51       | 1,148,200 <sup>(1)</sup>                                                                      | D                                                        |                                   |
| Common Stock                    | 02/22/2005                           | 02/22/2005                                         | S                              |                                                                   | 100    | D \$ 45.52       | 1,148,100 <sup>(1)</sup>                                                                      | D                                                        |                                   |

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|              |                           |            |   |     |   |          |                          |   |
|--------------|---------------------------|------------|---|-----|---|----------|--------------------------|---|
| Common Stock | 02/22/2005 <sup>(2)</sup> | 02/22/2005 | S | 100 | D | \$ 45.54 | 1,148,000 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.59 | 1,147,900 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.62 | 1,147,800 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.63 | 1,147,700 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.65 | 1,147,600 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 200 | D | \$ 45.66 | 1,147,400 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.7  | 1,147,300 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.71 | 1,147,200 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.8  | 1,147,100 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.86 | 1,147,000 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.87 | 1,146,900 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.89 | 1,146,800 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 45.9  | 1,146,700 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 46.59 | 1,146,600 <sup>(1)</sup> | D |
| Common Stock | 02/22/2005                | 02/22/2005 | S | 100 | D | \$ 47.2  | 1,146,500 <sup>(1)</sup> | D |

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

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SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of Derivative<br>Securities<br>Beneficially<br>Owned |
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------|----------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------|
|-----------------------------------------------------|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------|----------------------------------------------------------------|-------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------|

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Derivative  
Security

Securities  
Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

(Instr. 3 and 4)

Own  
Follo  
Repo  
Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MATHENY ROBERT G  
160 EXETER DRIVE  
WINCHESTER, VA 22603-8605

X

Chairman and CEO

## Signatures

Lynn E.  
MacDonald 02/24/2005

\_\_Signature of  
Reporting Person Date

## Explanation of Responses:

- \* 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).
- (2) Additional transactions by the reporting person for this date are being reported on a separate Form 4.

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

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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