TREX CO INC Form 4 March 22, 2005

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person * FERRARI ANDREW U

(First)

(Street)

(State)

828 ARMISTEAD STREET

(Middle)

Symbol TREX CO INC [TWP]

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction (Month/Day/Year) 03/21/2005

Filed(Month/Day/Year)

4. If Amendment, Date Original

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

(Check all applicable)

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

Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

WINCHESTER, VA 22601

(Zip)

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

Person

		1 abit	e I - Moll-D	ciivative	Secui	ines Acq	un cu, Disposcu oi	, or belieficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.26	677,127 (1)	D	
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.31	677,027 (1)	D	
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.34	676,927 <u>(1)</u>	D	
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.34	676,827 (1)	D	
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.36	676,727 (1)	D	
	03/21/2005	03/21/2005	S	100	D		676,627 <u>(1)</u>	D	

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Common Stock						\$ 44.38		
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.46	676,527 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.47	676,427 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.48	676,327 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.49	676,227 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.49	676,127 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.51	676,027 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.51	675,927 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.53	675,827 (1)	D
Common Stock	03/21/2005	03/21/2005	S	150	D	\$ 44.55	675,677 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.6	675,577 <u>(1)</u>	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.6	675,477 <u>(1)</u>	D
Common Stock	03/21/2005	03/21/2005	S	150	D	\$ 44.63	675,327 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.69	675,227 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.69	675,127 <u>(1)</u>	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.74	675,027 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.74	674,927 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.85	674,827 (1)	D
Common Stock	03/21/2005	03/21/2005	S	100	D	\$ 44.86	674,727 (1)	D
Common Stock	03/21/2005	03/21/2005	S	1,250	D	\$ 45	673,477 <u>(1)</u>	D

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities	;		(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

D (O N / /)	Relationships
Reporting Owner Name / Address	-

10% Owner Officer Other Director

FERRARI ANDREW U 828 ARMISTEAD STREET X WINCHESTER, VA 22601

Signatures

Lynn E.

MacDonald 03/22/2005 **Signature of Date Reporting Person

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).

Does not include Indirect Beneficial Ownership of 850 shares by wife. Mr. Ferrari disclaims beneficial ownership of these securities, and (1) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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