TREX CO INC Form 4 August 16, 2007

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

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

1(b).

(Last)

1.Title of

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person *

CAVANNA ANTHONY J

(First)

(Middle)

160 EXETER DRIVE

(Street)

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 Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

(Check all applicable)

Director 10% Owner

X_ Officer (give title 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

(City) (State) (Zip)

(Month/Day/Year)

WINCHESTER, VA 22603-8605

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

(I) Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership

OMB APPROVAL

3235-0287

January 31,

2005

0.5

(Instr. 4) (Instr. 4)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

(A)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and An Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date** Underlying Sec Security or Exercise Code Securities Acquired (Month/Day/Year) (Instr. 3 and 4) any

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	0 N
Stock Appreciation Right	\$ 24.17	08/14/2007		D <u>(1)</u>		68,666	<u>(1)</u>	02/08/2016	Common Stock	(
Stock Appreciation Right	\$ 24.17	08/14/2007		A <u>(1)</u>	68,666		<u>(1)</u>	02/08/2016	Common Stock	(
Stock Appreciation Right	\$ 25.37	08/14/2007		D <u>(1)</u>		34,153	<u>(1)</u>	02/21/2017	Common Stock	3
Stock Appreciation Right	\$ 25.37	08/14/2007		A(1)	34,153		<u>(1)</u>	02/21/2017	Common Stock	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CAVANNA ANTHONY J 160 EXETER DRIVE WINCHESTER, VA 22603-8605

Chairman and CEO

Signatures

Lynn E.

MacDonald 08/16/2007

**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).

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

(1) 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.

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.

Reporting Owners 2