

TREX CO INC  
Form 3  
February 28, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
A Gupp William R.			02/19/2008	TREX CO INC [TWP]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O TREX COMPANY, INC., 160 EXETER DRIVE				(Check all applicable)	
(Street)				<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
WINCHESTER, VA 22603-8605				<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) V.P. & General Counsel	<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)			<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	6,718	D	^
Common Stock	16,917 <sup>(1)</sup>	D	^
Common Stock	26,917 <sup>(2)</sup>	D	^
Common Stock	28,912 <sup>(3)</sup>	D	^
Common Stock	29,188 <sup>(4)</sup>	D	^

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date <small>(Month/Day/Year)</small>		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Appreciation Right	02/08/2007 <sup>(5)</sup>	02/08/2016	Common Stock	9,000	\$ 24.17	D	Â
Stock Appreciation Right	02/21/2008 <sup>(6)</sup>	02/21/2017	Common Stock	6,916	\$ 25.37	D	Â
Stock Options (Right to buy)	02/21/2003	02/21/2012	Common Stock	8,559	\$ 20	D	Â
Stock Options (Right to buy)	02/21/2003	02/21/2012	Common Stock	3,953	\$ 20	D	Â
Stock Options (Right to buy)	05/21/2002	05/21/2011	Common Stock	16,000	\$ 28.9	D	Â
Stock Options (Right to buy)	02/25/2004	02/25/2013	Common Stock	2,896	\$ 35.95	D	Â
Stock Options (Right to buy)	02/19/2005	02/19/2014	Common Stock	4,475	\$ 38.51	D	Â
Stock Options (Right to buy)	03/09/2006	03/09/2015	Common Stock	2,000	\$ 46.71	D	Â
Stock Options (Right to buy)	03/09/2006	03/09/2015	Common Stock	1,466	\$ 46.71	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gupp William R. C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605	Â	Â	Â V.P. & General Counsel	Â

## Signatures

Lynn E. MacDonald                      02/28/2008

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) This restricted stock award vests in approximately two equal installments on January 8, 2009 and January 8, 2010.
- (6) This stock appreciation right becomes exercisable in approximately three equal annual installments beginning on the first anniversary of the February 21, 2007 grant date.
- (4) This restricted stock award vests on March 9, 2008.
- (2) This restricted stock award vests over a three-year period in approximately three equal installments beginning on the first anniversary of the January 8, 2008 grant date.
- (5) This stock appreciation right becomes exercisable in approximately three equal annual installments beginning on the first anniversary of the February 8, 2006 grant date.
- (3) This restricted stock award vests in approximately two equal installments on February 21, 2009 and February 21, 2010.

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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