Gupp William R. Form 4 May 05, 2011

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 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction 1(b).

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

30(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Gupp William R.

2. Issuer Name and Ticker or Trading Symbol

TREX CO INC [TREX]

(First) (Middle)

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

05/03/2011

C/O TREX COMPANY, INC., 160 **EXETER DRIVE**

(Street)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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

CAO, Gen. Counsel & Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

WINCHESTER, VA 22603-8605

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/03/2011		M	6,000	A	\$ 20	42,609	D	
Common Stock	05/03/2011		S	100	D	\$ 30.49	42,509	D	
Common Stock	05/03/2011		S	535	D	\$ 30.5	41,974	D	
Common Stock	05/03/2011		S	100	D	\$ 30.535	41,874	D	
Common Stock	05/03/2011		S	300	D	\$ 30.56	41,574	D	

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Common Stock	05/03/2011	S	165	D	\$ 30.51	41,409	D
Common Stock	05/03/2011	S	100	D	\$ 30.53	41,309	D
Common Stock	05/03/2011	S	100	D	\$ 30.515	41,209	D
Common Stock	05/03/2011	S	900	D	\$ 30.4701	40,309	D
Common Stock	05/03/2011	S	1,200	D	\$ 30.46	39,109	D
Common Stock	05/03/2011	S	400	D	\$ 30.47	38,709	D
Common Stock	05/03/2011	S	100	D	\$ 30.57	38,609	D
Common Stock	05/03/2011	S	200	D	\$ 30.55	38,409	D
Common Stock	05/03/2011	S	100	D	\$ 30.65	38,309	D
Common Stock	05/03/2011	S	200	D	\$ 30.655	38,109	D
Common Stock	05/03/2011	S	500	D	\$ 30.67	37,609	D
Common Stock	05/03/2011	S	200	D	\$ 30.73	37,409	D
Common Stock	05/03/2011	S	100	D	\$ 30.74	37,309	D
Common Stock	05/03/2011	S	300	D	\$ 30.77	37,009	D
Common Stock	05/03/2011	S	200	D	\$ 30.79	36,809	D
Common Stock	05/03/2011	S	100	D	\$ 30.78	36,709	D
Common Stock	05/03/2011	S	100	D	\$ 30.8	36,609	D

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

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 control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 20	05/03/2011		M		6,000	02/21/2003	02/21/2012	Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Gupp William R. C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605			CAO, Gen. Counsel & Secretary					

Signatures

/s/ Willaim R.

Gupp 05/05/2011

**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).

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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