

Gupp William R.
Form 4
May 05, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

WINCHESTER, VA 22603-8605

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TREX CO INC [TREX]

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2011

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)
CAO, Gen. Counsel & Secretary

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
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.

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.
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			
	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.

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