TREX CO INC Form 4

September 05, 2013

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

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

See Instruction 1(b).

Form 5

obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Reese F Timothy Issuer Symbol TREX CO INC [TREX] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title _ __ Other (specify C/O TREX COMPANY, INC., 160 09/03/2013 below) **EXETER DRIVE** Vice President, Operations (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting WINCHESTER, VA 22603-8605 Person

(City)	(State) (Zip) Table	e I - Non-D	erivative :	Secur	ities Acqu	uired, Disposed of	f, 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. Transactio Code (Instr. 8)	4. Securi n(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	09/03/2013		M <u>(1)</u>	4,210	A	\$ 13.44	47,018	D	
Common Stock	09/03/2013		D	1,313	D	\$ 43.09	45,705	D	
Common Stock	09/03/2013		F(2)	1,382	D	\$ 43.09	44,323	D	
Common Stock	09/05/2013		S(3)	1,515	D	\$ 42.13	42,808	D	

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number omf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		Underlyin	7. Title and Amou Underlying Secur (Instr. 3 and 4)	
					Date Exercisable	Expiration Date	Title	Am or Nu of	

Code V (A) (D)

Stock

Appreciation \$ 13.44 09/03/2013 $M_{\underline{0}}^{(1)}$ 4,210 02/18/2010 $\underline{0}^{(4)}$ 02/18/2019 Common Stock

Right

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Reese F Timothy C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605

Vice President, Operations

Signatures

/s/ William R. Gupp by power of attorney 09/05/2013

**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).
- (1) 4,210 Stock Appreciation Rights (SARs) are being exercised pursuant to a Rule 10b5-1 SAR Exercise plan adopted by the reporting person on February 20, 2013.
- (2) 1,382 shares are being surrendered as allowed by the Company's 2005 Stock Incentive Plan to cover the payment of taxes currently due on the exercise of stock appreciation rights.
- (3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 20, 2013.

Reporting Owners 2

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The stock appreciation right becomes exercisable in three equal installments beginning on the first anniversary of the grant date. one: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure, otential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays currently valid OMB number.			