

TREX CO INC
Form 4
October 09, 2014

FORM 4

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

OMB APPROVAL

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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 *
MERLOTTI FRANK H JR

(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)
10/07/2014

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)

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)
				(A) or (D)	Price		
Common Stock	10/07/2014		M ⁽¹⁾	A	\$ 12.085	8,088	D
Common Stock	10/07/2014		M ⁽¹⁾	A	\$ 12.35	8,778	D
Common Stock	10/07/2014		M ⁽¹⁾	A	\$ 9.025	11,224	D
Common Stock	10/07/2014		D	D	\$ 34.6	9,872	D
Common Stock	10/08/2014		S ⁽²⁾	D	\$ 34.42	8,156	D

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Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.51	8,056	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.53	7,956	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.56	7,856	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.58	7,756	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.7	7,656	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.8	7,556	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.8025	7,456	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.83	7,356	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.8625	7,256	D
Common Stock	10/08/2014	S ⁽²⁾	300	D	\$ 34.89	6,956	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.92	6,856	D
Common Stock	10/08/2014	S ⁽²⁾	100	D	\$ 34.93	6,756	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.

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(9-02)

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)	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nun of

Stock	Appreciation	Right	Date	Relationship	Quantity	Exercise Date	Expiration Date	Common Stock	Shares
Stock	\$ 12.085	Right	10/07/2014	M ⁽¹⁾	1,332	02/08/2007 ⁽³⁾	02/08/2016	Common Stock	1,332
Stock	\$ 12.35	Right	10/07/2014	M ⁽¹⁾	690	07/20/2006	07/20/2016	Common Stock	690
Stock	\$ 9.025	Right	10/07/2014	M ⁽¹⁾	2,446	07/18/2007	07/18/2017	Common Stock	2,446

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MERLOTTI FRANK H JR C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605		X		

Signatures

/s/ William R. Gupp by power of attorney
Date: 10/09/2014

**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) Stock Appreciation Rights (SARs) are being exercised pursuant to a Rule 10b5-1 Exercise plan adopted by the reporting person on February 25, 2014.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 Sales plan adopted by the reporting person on February 25, 2014.
- (3) The stock appreciation right becomes exercisable on the one-year anniversary of this grant.

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.