

TREX CO INC
Form 4
July 09, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
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)

07/07/2014

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) Code V Amount (D) Price			
Common Stock	07/07/2014		M ⁽¹⁾	692 A \$ 12.35	5,490 ⁽²⁾	D	
Common Stock	07/07/2014		M ⁽¹⁾	1,334 A \$ 12.085	6,824	D	
Common Stock	07/07/2014		M ⁽¹⁾	2,446 A \$ 9.025	9,270	D	
Common Stock	07/07/2014		D	1,584 D \$ 29.54	7,686	D	
Common Stock	07/08/2014		S ⁽³⁾	1,190 D \$ 29.3101	6,496	D	

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Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 28.41	6,396	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 28.4125	6,296	D
Common Stock	07/08/2014	S ⁽³⁾	398	D	\$ 28.49	5,898	D
Common Stock	07/08/2014	S ⁽³⁾	200	D	\$ 28.51	5,698	D
Common Stock	07/08/2014	S ⁽³⁾	34	D	\$ 28.555	5,664	D
Common Stock	07/08/2014	S ⁽³⁾	66	D	\$ 28.66	5,598	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 28.79	5,498	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 28.8	5,398	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 28.92	5,298	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 28.94	5,198	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 29	5,098	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 29.0025	4,998	D
Common Stock	07/08/2014	S ⁽³⁾	3	D	\$ 29.06	4,995	D
Common Stock	07/08/2014	S ⁽³⁾	97	D	\$ 29.065	4,898	D
Common Stock	07/08/2014	S ⁽³⁾	100	D	\$ 29.09	4,798	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)

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security		Code	V	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Am or Num of Sha
					(A)	(D)				
Stock Appreciation Right	\$ 12.35	07/07/2014	M ⁽¹⁾		692		07/20/2006	07/20/2016	Common Stock	6
Stock Appreciation Right	\$ 12.085	07/07/2014	M ⁽¹⁾		1,334		02/08/2007 ⁽⁴⁾	02/08/2016	Common Stock	1,
Stock Appreciation Right	\$ 9.025	07/07/2014	M ⁽¹⁾		2,446		07/18/2007	07/18/2017	Common Stock	2,

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 07/09/2014

**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) On May 7, 2014, the Company effectuated a two-for-one stock split to common shareholders of record on April 7, 2014. The amounts set forth in this Form 4 and all subsequent reports filed report the amounts adjusted to reflect the stock split.
 - (3) 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.
 - (4) 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.