

MERLOTTI FRANK H JR
 Form 4
 August 16, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 08/15/2017

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

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WINCHESTER, VA 22603-8605

(City) (State) (Zip)

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	Price		
Common Stock	08/15/2017		M ⁽¹⁾		2,321	\$ 7.43	12,640	D
Common Stock	08/15/2017		D		228	\$ 75.77	12,412	D
Common Stock	08/16/2017		S ⁽²⁾		100	\$ 75.33	12,312	D
Common Stock	08/16/2017		S ⁽²⁾		300	\$ 75.49	12,012	D
Common Stock	08/16/2017		S ⁽²⁾		100	\$ 75.4901	11,912	D

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Common Stock	08/16/2017	<u>S(2)</u>	100	D	\$ 75.5001	11,812	D
Common Stock	08/16/2017	<u>S(2)</u>	100	D	\$ 75.64	11,712	D
Common Stock	08/16/2017	<u>S(2)</u>	100	D	\$ 75.77	11,612	D
Common Stock	08/16/2017	<u>S(2)</u>	100	D	\$ 75.78	11,512	D
Common Stock	08/16/2017	<u>S(2)</u>	500	D	\$ 75.8	11,012	D
Common Stock	08/16/2017	<u>S(2)</u>	99	D	\$ 75.81	10,913	D
Common Stock	08/16/2017	<u>S(2)</u>	300	D	\$ 75.82	10,613	D
Common Stock	08/16/2017	<u>S(2)</u>	101	D	\$ 75.85	10,512	D
Common Stock	08/16/2017	<u>S(2)</u>	193	D	\$ 75.89	10,319	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)

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	Amount or Number of Shares
Stock Appreciation Right	\$ 7.43	08/15/2017		<u>M(1)</u>	2,321	07/21/2009	07/21/2019	Common Stock	2,321

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

08/16/2017

**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 22, 2017.
- (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 22, 2017.

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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