TREX CO INC Form 4 July 03, 2013

FORM 4

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

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

burden hours per response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

SECURITIES

(Print or Type Responses)

1(b).

(Last)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Middle) TREX CO INC [TREX]

(Check all applicable)

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

3. Date of Earliest Transaction

(Month/Day/Year) 07/01/2013

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

4. If Amendment, Date Original

CAO, Gen. Counsel & Secretary

(Street) Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

WINCHESTER, VA 22603-8605

(Ctota)

(City)	(State)	(Zip) Tabl	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. Transactic Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D) 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)
Common	07/01/2013		Code V M(1)	Amount 1,614	(D)	Price \$	39,063	D	
Stock	07/01/2013		IVI <u>(-)</u>	1,014	A	13.44	39,003	D	
Common Stock	07/01/2013		D	461	D	\$ 47.08	38,602	D	
Common Stock	07/01/2013		F(2)	382	D	\$ 47.08	38,220	D	
Common Stock	07/01/2013		S(3)	24	D	\$ 47.57	38,196	D	
Common Stock	07/01/2013		S(3)	200	D	\$ 47.61	37,996	D	

Edgar Filing: TREX CO INC - Form 4

Common Stock	07/01/2013	S(3)	100	D	\$ 47.62 37,896	D
Common Stock	07/01/2013	S(3)	200	D	\$ 47.64 37,696	D
Common Stock	07/01/2013	S(3)	100	D	\$ 47.65 37,596	D
Common Stock	07/01/2013	S(3)	100	D	\$ 47.69 37,496	D
Common Stock	07/01/2013	S(3)	100	D	\$ 47.7 37,396	D
Common Stock	07/01/2013	S(3)	300	D	\$ 47.78 37,096	D
Common Stock	07/01/2013	S(3)	100	D	\$ 47.8 36,996	D
Common Stock	07/03/2013	S(3)	100	D	\$ 45.14 36,896	D
Common Stock	07/03/2013	S(3)	100	D	\$ 45.33 36,796	D
Common Stock	07/03/2013	S(3)	71	D	\$ 45.43 36,725	D
Common Stock	07/03/2013	S(3)	200	D	\$ 45.51 36,525	D
Common Stock	07/03/2013	S(3)	100	D	\$ 45.54 36,425	D
Common Stock	07/03/2013	S(3)	200	D	\$ 45.55 36,225	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amo
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	mf Derivative	Expiration Date	Underlying Secu
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		
	Derivative				(A) or		
	Security				Disposed of		
	·				(D)		
					(Instr. 3, 4,		
					and 5)		

Edgar Filing: TREX CO INC - Form 4

Date Exercisable Expiration Title Of Share Code V (A) (D)

Am

Code v (n) (i

Stock Appreciation \$ 13.44 07/01/2013 $M_{\underline{}}^{(1)}$ 1,614 02/18/2010 $\underline{}^{(4)}$ 02/18/2019 Common Stock

Right

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 9	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 07/03/2013

**Signature of Person Date

Reporting Person

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) 1,614 Stock Appreciation Rights (SARs) are being exercised pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 20, 2013.
- (2) 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.
- (4) The stock appreciation right becomes exercisable in three equal installments beginning on the first anniversary of the grant date.

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.

Reporting Owners 3