

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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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)  
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 <sup>(1)</sup>	1,332 A	\$ 12.085	8,088	D
Common Stock	10/07/2014		M <sup>(1)</sup>	690 A	\$ 12.35	8,778	D
Common Stock	10/07/2014		M <sup>(1)</sup>	2,446 A	\$ 9.025	11,224	D
Common Stock	10/07/2014		D	1,352 D	\$ 34.6	9,872	D
Common Stock	10/08/2014		S <sup>(2)</sup>	1,716 D	\$ 34.42	8,156	D

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

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

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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	Date	Relationship	Shares	Grant Date	Expiration Date	Stock Type	Shares
Stock	\$ 12.085	10/07/2014	M <sup>(1)</sup>	1,332	02/08/2007 <sup>(3)</sup>	02/08/2016	Common Stock	1,332
Stock	\$ 12.35	10/07/2014	M <sup>(1)</sup>	690	07/20/2006	07/20/2016	Common Stock	690
Stock	\$ 9.025	10/07/2014	M <sup>(1)</sup>	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  
 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.