

TREX CO INC
Form 4
August 03, 2016

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

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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 *
Posey Richard E

(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)
08/02/2016

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)			
			Code	V	Amount	(D)	Price			
Common Stock	08/02/2016		M ⁽¹⁾		4,914	A	\$ 10.595	18,438	D	
Common Stock	08/02/2016		M ⁽¹⁾		466	A	\$ 9.765	18,904	D	
Common Stock	08/02/2016		M ⁽¹⁾		454	A	\$ 12.625	19,358	D	
Common Stock	08/02/2016		M ⁽¹⁾		290	A	\$ 16.665	19,648	D	
Common Stock	08/02/2016		M ⁽¹⁾		410	A	\$ 12	20,058	D	

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Common Stock	08/02/2016	D	1,268	D	\$ 56.95	18,790	D
Common Stock	08/03/2016	<u>S(2)</u>	3,999	D	\$ 54.8309 <u>(3)</u>	14,791	D
Common Stock	08/03/2016	<u>S(2)</u>	386	D	\$ 55.449	14,405	D
Common Stock	08/03/2016	<u>S(2)</u>	353	D	\$ 55.4775	14,052	D
Common Stock	08/03/2016	<u>S(2)</u>	205	D	\$ 55.5155	13,847	D
Common Stock	08/03/2016	<u>S(2)</u>	323	D	\$ 55.506	13,524	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 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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Right	\$ 10.595	08/02/2016		<u>M(1)</u>	4,914	07/20/2010 07/20/2020	Common Stock	4,914
Stock Appreciation Right	\$ 9.765	08/02/2016		<u>M(1)</u>	466	10/01/2010 10/01/2020	Common Stock	466
Stock Appreciation Right	\$ 12.625	08/02/2016		<u>M(1)</u>	454	01/03/2011 01/03/2021	Common Stock	454
Stock Appreciation	\$ 16.665	08/02/2016		<u>M(1)</u>	290	04/01/2011 04/01/2021	Common Stock	290

Right

Stock

Appreciation Right	\$ 12	08/02/2016		<u>M</u> ⁽¹⁾	410	07/01/2011	07/01/2021	Common Stock	410
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Posey Richard E C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605		X		

Signatures

/s/ William R. Gupp by power of attorney	08/03/2016
<small>**Signature of Reporting Person</small>	<small>Date</small>

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 SAR Exercise plan adopted by the reporting person on May 24, 2016.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by the reporting person on May 24, 2016.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$53.94 to \$55.41, inclusive. The reporting person undertakes to provide Trex Company, Inc., any security holder of Trex Company, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote (3) to this Form 4.
- (3)

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.