

Gupp William R.
Form 4
November 02, 2012

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 *
Gupp William R.

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)
C/O TREX COMPANY, INC., 160
EXETER DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/01/2012

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
CAO, Gen. Counsel & Secretary

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/01/2012		M ⁽¹⁾		1,418 A \$ 9.14	50,272	D
Common Stock	11/01/2012		D		348 D \$ 37.28	49,924	D
Common Stock	11/01/2012		F ⁽²⁾		452 D \$ 37.28	49,472	D
Common Stock	11/01/2012		S ⁽³⁾		750 D \$ 36.61	48,722	D

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

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- (4) The stock appreciation right becomes exerciseable in three equal installments beginning on the first anniversary date of the transaction 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.