Edgar Filing: TREX CO INC - Form 4

TREX CO II Form 4 February 13 FORN	, 2014	~~~				~~~ .			OMB AF	PPROVAL	
	• • UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 o	ger			0					Expires:	January 31, 2005	
	o SIAIE N 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							Estimated average burden hours per response 0.		
Form 5 obligations may continue. See Instruction 1(b). 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)										
Reese F Timothy Symbol				I/				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Check all applicable)					2)			
				Month/Day/Year))2/11/2014				Director 10% Owner X Officer (give title Other (specify below) below) Sr. Vice President, Operations			
Filed(Mor				nendment, Date Original onth/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										
(City)	(State)	(Zip)		e I - Non-D 3.			-	uired, Disposed of		•	
1.Title of Security (Instr. 3)		Transaction Date2A. Deemedonth/Day/Year)Execution Date, ifany(Month/Day/Year)			4. Securi m(A) or D (Instr. 3,	ispose 4 and (A)	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
a				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/11/2014			M <u>(1)</u>	4,358	А	\$ 26.2	42,667	D		
Common Stock	02/11/2014			D	1,742	D	\$ 65.54	40,925	D		
Common Stock	02/11/2014			F <u>(2)</u>	866	D	\$ 65.54	40,059	D		
Common Stock	02/13/2014			S <u>(3)</u>	1,750	D	\$ 65.63 (4)	38,309	D		

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

Edgar Filing: TREX CO INC - Form 4

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.

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. Transactio Code (Instr. 8)	ionof Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shares
Stock Appreciation Right	\$ 26.2	02/11/2014		M <u>(1)</u>		4,358	02/16/2012	02/16/2022	Common Stock	4,35

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Reese F Timothy C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605 Signatures			Sr. Vice President, Operations				

/s/ William R. Gupp by power of 02/13/2014 attorney

**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) 4,358 Stock Appreciation Rights (SARs) are being exercised pursuant to a Rule 10b5-1 SAR Exercise plan adopted by the reporting person on October 28, 2013.
- (2) 866 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 October 28, 2013.

Edgar Filing: TREX CO INC - Form 4

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.22 to \$65.85, inclusive. The reporting person undertakes to provide Trex Company, Inc., any security holder of Trex Company, Inc., or the

(4) to \$60.85, inclusive. The reporting person undertakes to provide Trex Company, Inc., any security noider 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 (4) to this Form 4.

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.