TREX CO INC Form 4 August 12, 2016

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per 0.5 response...

may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person **GRATZ JAY M	2. Issuer Name and Ticker or Trading Symbol TREX CO INC [TREX]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle) C/O TREX COMPANY, INC., 160 EXETER DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2016	(Check all applicable) _X_ Director 10% Owner Other (specify below)		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
WINCHESTER, VA 22603-8605		Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y 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)		sed of 4 and (A) or		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 Stock	08/11/2016		M	4,914	A	\$ 10.595	14,310	D	
Common Stock	08/11/2016		M	1,002	A	\$ 10.12	15,312	D	
Common Stock	08/11/2016		M	1,166	A	\$ 8.54	16,478	D	
Common Stock	08/11/2016		M	1,356	A	\$ 8.265	17,834	D	
Common Stock	08/11/2016		D	1,387	D	\$ 60.23	16,447	D	

Edgar Filing: TREX CO INC - Form 4

Common Stock	08/12/2016	S	833	D	\$ 60.01	15,614	D
Common Stock	08/12/2016	S	4,049	D	\$ 60.0288 (1)	11,565	D
Common Stock	08/12/2016	S	1,000	D	\$ 60.045 (1)	10,565	D
Common Stock	08/12/2016	S	1,169	D	\$ 60.0305	9,396	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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number to for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	7. Title and Amount Underlying Securitie (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Stock Appreciation Right	\$ 10.595	08/11/2016		M	4,914	07/20/2010	07/20/2020	Common Stock	4,914
Stock Appreciation Right	\$ 10.12	08/11/2016		M	1,002	01/04/2010	01/04/2020	Common Stock	1,002
Stock Appreciation Right	\$ 8.54	08/11/2016		M	1,166	10/01/2009	10/01/2019	Common Stock	1,160
Stock Appreciation Right	\$ 8.265	08/11/2016		M	1,356	01/02/2009	01/02/2019	Common Stock	1,350

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRATZ JAY M C/O TREX COMPANY, INC. 160 EXETER DRIVE WINCHESTER, VA 22603-8605

X

Signatures

/s/ William R. Gupp by power of attorney

08/12/2016

**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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$59.63 to \$60.41, 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 (1) 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.

Reporting Owners 3