

TREX CO INC

Form 4

August 13, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Zambanini Adam Dante

(Last) (First) (Middle)

160 EXETER DRIVE

(Street)

WINCHESTER, VA 22603

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

TREX CO INC [TREX]

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

08/11/2015

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)

Vice President, Marketing

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 08/11/2015                              |                                                             | M <sup>(1)</sup>                     | 3,708 A                                                                 | \$ 13.1 27,935                                                                                                     | D                                                                    |                                                                   |
| Common<br>Stock                       | 08/11/2015                              |                                                             | M <sup>(1)</sup>                     | 4,284 A                                                                 | \$ 12.78 32,219                                                                                                    | D                                                                    |                                                                   |
| Common<br>Stock                       | 08/11/2015                              |                                                             | D                                    | 2,480 D                                                                 | \$ 41.67 29,739                                                                                                    | D                                                                    |                                                                   |
| Common<br>Stock                       | 08/11/2015                              |                                                             | F <sup>(2)</sup>                     | 1,863 D                                                                 | \$ 41.67 27,876                                                                                                    | D                                                                    |                                                                   |
| Common<br>Stock                       | 08/12/2015                              |                                                             | S <sup>(3)</sup>                     | 3,649 D                                                                 | \$ 40.89 24,227                                                                                                    | D                                                                    |                                                                   |

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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                   | \$ 13.1                                                | 08/11/2015                           |                                                    | M <sup>(1)</sup>               | 3,708                                                                                   | 02/16/2012 02/16/2022                                    | Common Stock                                                  | 3,708                      |
| Stock Appreciation Right                   | \$ 12.78                                               | 08/11/2015                           |                                                    | M <sup>(1)</sup>               | 4,284                                                                                   | 02/15/2013 02/15/2022                                    | Common Stock                                                  | 4,284                      |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships                    |
|------------------------------------------------------------------|----------------------------------|
|                                                                  | Director 10% Owner Officer Other |
| Zambanini Adam Dante<br>160 EXETER DRIVE<br>WINCHESTER, VA 22603 | Vice President, Marketing        |

## Signatures

/s/ William R. Gupp by power of attorney 08/13/2015

\*\*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 are being exercised pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on May 11, 2015.
- (2) 1,863 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 SARs.

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(3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on May 11, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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