FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

| | Check this box if no longer subject to |
|--------|--|
| | Section 16. Form 4 or Form 5 |
| \cup | obligations may continue. See |
| | Instruction 1(b). |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Gupp William R. | | | | | 2. Issuer Name and Ticker or Trading Symbol TREX CO INC [TREX] | | | | | | | | | Chec | ationship of Report (all applicable) Director Officer (give title | | ting Person(s) to Iss 10% Ov e Other (s | | wner | |
|---|---|---|-------------------|----------------|--|---|--------|-----------------------------------|---|--|-----------------------|---|--------------------------------------|--------------------|---|---|---|--|---------------------------------------|--|
| (Last) C/O TREX 160 EXET | | NY, INC. | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 05/11/2021 | | | | | | | | | X | below) | | ınsel | below) & Secreta | ` | |
| (Street) WINCHES | | ate) | 22603-86 (Zip) | 605 | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 05/12/2021 | | | | | | | | .ine) | ndividual or Joint/Group Filing (Check Applicable e) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (30 | | | n-Deriv | /ative | Sec | curiti | ies Aca | uired. | . Dis | posed of | or Be | nefici | allv | Owned | | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Trans | 2. Transaction | | 2A. Deemed Execution Date, | | 3. Transaction Code (Instr. | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 | | | or 5. A 4 and 5) Sec Ber Ow | | . Amount of ecurities eneficially wned Following | | : Direct r Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | (A) or (D) Price | | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | |
| Common Stock | | | 05/11 | 05/11/2021 | | | | M ⁽¹⁾ | | 14,000 | A | \$5. | 485 | 117, | ,455 | | D | | | |
| Common Stock | | | | 05/11 | 05/11/2021 | | | | D | | 724 | D | \$10 | 6.1 | 116, | ,731 | | D | | |
| Common Stock | | | | 05/11 | 5/11/2021 | | | | F ⁽²⁾ | | 5,988 | D | \$10 | 6.1 | 110, |),743 | | D | | |
| Common S | stock | | | 05/12 | 2/2021 | | | | S ⁽³⁾ | | 7,288 | D | \$10 | \$102.85 103,455 D | | | | | | |
| | | | Table II | | | | | | | | osed of, convertib | | | | wned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Ye | | | 4. Transa Code (I 8) | | on of | | 6. Date Exerci Expiration Da (Month/Day/Y | | ite | 7. Title an of Securi Underlyin Derivativ (Instr. 3 a | ties ng e Secur | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | re es ally g | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | V (A) | | (D) | Date Exercis | able | Expiration Date | Title | Amou or Numb of Share | er | | | | | | |
| Stock Appreciation Right | \$5.485 | 05/11/2021 | | | М | | | 14,000 | 02/12/2014 | | 02/12/2023 | Common Stock 14, | | 00 | \$0 0(4) | | | D | | |

Explanation of Responses:

- 1. Stock Appreciation Rights (SARs) are being exercised pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 5, 2020.
- 2. 5,988 shares are being surrendered as allowed by the Company's 2014 Stock Incentive Plan to cover the payment of taxes currently due on previously granted restricted shares.
- 3. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on August 5, 2020.
- 4. This Amendment is being filed to correct an error in this box.

/s/ William R. Gupp by power of attorney

05/13/2021

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.