FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20049

| OMB APPROVAL | | | | | | | | | | |
|--------------|--|--|--|--|--|--|--|--|--|--|
| | | | | | | | | | | |

Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 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

| 1. Name and Address of Reporting Person* BRUNNER PAUL A | | 2. Issuer Name and Ticker or Trading Symbol TREX CO INC [TREX] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | | | |
|--|---------|--|--------------------------------------|---|---|---|-------|--|-----------------------|---|---------|---|---|---|--|--|--|
| (Last) C/O TREX COM | (First) | (Middle) | | ı | eate of Earliest Tran 27/2013 | saction | (Mont | h/Day/Year) | | | | Officer (give title below) | Other below | (specify) | | | |
| 160 EXETER DRIVE | | | | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicabl | | | | | |
| (Street) WINCHESTER VA 22603-8605 | | | | | | | | | | Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | | | | | | |
| | | Table I - I | Non-Deriva | ative | Securities A | cquire | d, D | isposed o | f, or B | enefi | cially | Owned | | | | | |
| | | | 2. Transactio Date (Month/Day/ | | 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 ar | | | d 5) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | v | Amount (A) or (D) | | Price | | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 272 | A | \$3! | 9.25 | 1,510 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 630 | A | \$3 | 7.29 | 2,140 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 104 | A | \$3 | 1.05 | 2,244 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 87 | A | \$3 | 7.35 | 2,331 | D | | | | |
| Common Stock | | 02/27/2013 | | | M | | 98 | A | \$33.45 | | 2,429 | D | | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 96 | A | \$3 | 7.36 | 2,525 | D | | | | |
| Common Stock | | 02/27/2013 | | | M | | 246 | A | A \$25.7 A \$25.44 | | 2,771 | D | | | | | |
| Common Stock | | 02/27/2013 | | | M | | 2,000 | A | | | 4,771 | D | | | | | |
| Common Stock 02 | | 02/27/20 | 13 | | M | | 284 | A | \$ | 24 | 5,055 | D | | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 230 | A | \$2 | 28.8 | 5,285 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | S | | 272 | D | \$46. | .9001 | 5,013 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | S | | 630 | D | \$46. | .8468 | 4,383 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | S | | 2,000 | D | \$46. | .9485 | 2,383 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | S | | 864 | D | \$46. | .8201 | 1,519 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | S | | 281 | D | \$4 | 6.82 | 1,238 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 2,684 | A | \$2 | 4.7 | 3,922 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 3,669 | A | \$1 | 8.05 | 7,591 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 3,561 | A | \$8 | 3.28 | 11,152 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 2,268 | A | \$1 | 1.11 | 13,420 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 5,938 | A | \$1 | 0.61 | 19,358 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 1,523 | A | \$1 | 6.53 | 20,881 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 1,415 | A | \$1 | 6.94 | 22,296 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 1,284 | A | \$2 | 1.15 | 23,580 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 964 | A | \$2 | 8.35 | 24,544 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 3,482 | A | \$1 | 4.86 | 28,026 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | M | | 2,457 | A | \$2 | 1.19 | 30,483 | D | | | | |
| Common Stock | | | 02/27/20 | 13 | | D | | 9,680 | D | \$4 | 7.3 | 20,803 | D | | | | |
| Common Stock | | | 02/28/20 | 13 | | S | | 19,565 | D | \$46.8 | 3399(1) | 1,238 | D | | | | |

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 | 3. Transaction T Date (Month/Day/Year) | abje properiva Execution Date, if any (e.g., (Month/Day/Year) | Acquired | | | | LATE PORSI Expiration Da (IMPAHADAS) | ලිප්සේ රේ, ශූnvertib | Underlyin Derivative | Underlying Derivative Security | | 9. Number of derivative Securities Beneficially Owned | 10. Ownership Form: Direct (D) or Indirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|--|--|---|--|-----------------------|--|----------------------------------|---|--|--|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | Security 2. Conversion or Exercise Price of Derivative | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) (A) or Disjusted of (D) (Pestwative Sedujities Acquired | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | (Instr. 3 and 4) 7. Title and Amount of Securities Underlying Derivative, Security | | 8. Price of Derivative Security (Instr. 5) | Following Rehumber of Verinsation(s) Bestriages Beneficially Owned | (i) (Instr. 4) 10. Ownership Form: Direct (D) or Indirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | Security | | | Code | v | of (È | osed)) r. 3, 4 | Date Exercisable | Expiration Date | (Instr. 3 ar | dAnount or Number of Shares | | Following Reported Transaction(s) (Instr. 4) | (I) (Instr. 4) | |
| Stock Options (Right to Buy) | \$39.25 | 02/27/2013 | | M Code | v | (A) | 272 (D) | 06/30/2004 Date Exercisable | 06/30/2013 Expiration Date | Common Stock Title | Amount or N ₁ 272 _e r of Shares | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$37.29 | 02/27/2013 | | M | | | 630 | 07/24/2004 ⁽²⁾ | 07/24/2013 | Common Stock | 630 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$31.05 | 02/27/2013 | | M | | | 104 | 10/01/2004 | 10/01/2013 | Common Stock | 104 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$37.35 | 02/27/2013 | | М | | | 87 | 01/01/2005 | 01/01/2014 | Common Stock | 87 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$33.45 | 02/27/2013 | | M | | | 98 | 04/01/2004 | 04/01/2014 | Common Stock | 98 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$37.36 | 02/27/2013 | | M | | | 96 | 07/02/2005 | 07/02/2014 | Common Stock | 96 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$25.7 | 02/27/2013 | | M | | | 246 | 07/01/2006 | 07/01/2015 | Common Stock | 246 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$25.44 | 02/27/2013 | | M | | | 2,000 | 07/21/2006 | 07/21/2015 | Common Stock | 2,000 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$24 | 02/27/2013 | | M | | | 284 | 10/03/2006 | 10/03/2015 | Common Stock | 284 | \$0 | 0 | D | |
| Stock Options (Right to Buy) | \$28.8 | 02/27/2013 | | M | | | 230 | 01/03/2007 | 01/03/2016 | Common Stock | 230 | \$0 | 0 | D | |
| Stock Appreciation Right | \$24.7 | 02/27/2013 | | M | | | 2,684 | 07/20/2006 | 07/20/2016 | Common Stock | 2,684 | \$0 | 0 | D | |
| Stock Appreciation Right | \$18.05 | 02/27/2013 | | M | | | 3,669 | 07/18/2007 | 07/18/2017 | Common Stock | 3,669 | \$0 | 0 | D | |
| Stock Appreciation Right | \$8.28 | 02/27/2013 | | М | | | 3,561 | 04/01/2008 | 04/01/2018 | Common Stock | 3,561 | \$0 | 0 | D | |
| Stock Appreciation Right | \$11.11 | 02/27/2013 | | М | | | 2,268 | 07/01/2008 | 07/01/2018 | Common Stock | 2,268 | \$0 | 0 | D | |
| Stock Appreciation Right | \$10.61 | 02/27/2013 | | М | | | 5,938 | 07/22/2008 | 07/22/2018 | Common Stock | 5,938 | \$0 | 0 | D | |
| Stock Appreciation Right | \$16.53 | 02/27/2013 | | M | | | 1,523 | 01/02/2009 | 01/02/2019 | Common Stock | 1,523 | \$0 | 0 | D | |
| Stock Appreciation Right | \$16.94 | 02/27/2013 | | М | | | 1,415 | 10/01/2008 | 10/01/2018 | Common Stock | 1,415 | \$0 | 0 | D | |
| Stock Appreciation Right | \$21.15 | 02/27/2013 | | М | | | 1,284 | 07/26/2011 | 07/26/2021 | Common Stock | 1,284 | \$0 | 0 | D | |
| Stock Appreciation Right | \$28.35 | 02/27/2013 | | М | | | 964 | 07/24/2012 | 07/24/2022 | Common Stock | 964 | \$0 | 0 | D | |
| Stock Appreciation Right | \$14.86 | 02/27/2013 | | М | | | 3,482 | 07/21/2009 | 07/21/2019 | Common Stock | 3,482 | \$0 | 0 | D | |
| Stock Appreciation Right | \$21.19 | 02/27/2013 | | M | | | 2,457 | 07/20/2010 | 07/20/2020 | Common Stock | 2,457 | \$0 | 0 | D | |

Explanation of Responses:

^{1.} The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$46.67 to \$47.40, inclusive. The reporting person undertakes to provide the Company, any security holder of the Company 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 range set forth in footnote (1) to this Form 4.

2. The options become exercisable in four equal installments beginning on the date shown as Date Exercisable.

/s/ William R. Gupp by power of attorney

03/01/2013

** 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.