

REX STORES CORP

Form 4

April 22, 2009

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Fuchs David

(Last) (First) (Middle)

1366 HOLLOWCREEK DRIVE

(Street)

MIAMISBURG, OH 45342

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
REX STORES CORP [RSC]

3. Date of Earliest Transaction
(Month/Day/Year)
04/21/2009

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 ____ Other (specify
below) below)

VP-MIS

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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 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 and 5) | 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) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common stock \$.01 par value | 04/21/2009 | | M | | 9,050 | A | \$ 8.01 9,050 |
| Common stock \$.01 par value | 04/21/2009 | | S | | 700 | D | \$ 12.35 8,350 |
| Common stock \$.01 par value | 04/21/2009 | | S | | 400 | D | \$ 12.36 7,950 |
| Common stock \$.01 | 04/21/2009 | | S | | 800 | D | \$ 12.37 7,150 |

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| | | | | | | | |
|------------------------------|------------|---|-----|---|-----------|-------|---|
| par value | | | | | | | |
| Common stock \$.01 par value | 04/21/2009 | S | 600 | D | \$ 12.38 | 6,550 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.39 | 6,250 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.4 | 5,950 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 550 | D | \$ 12.41 | 5,400 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.42 | 5,100 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.43 | 4,800 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 500 | D | \$ 12.44 | 4,300 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.45 | 4,000 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 500 | D | \$ 12.46 | 3,500 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.47 | 3,200 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 700 | D | \$ 12.48 | 2,500 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 200 | D | \$ 12.49 | 2,300 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 100 | D | \$ 12.495 | 2,200 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 400 | D | \$ 12.5 | 1,800 | D |

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| | | | | | | | |
|------------------------------|------------|---|-----|---|----------|-------|---|
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.51 | 1,500 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 100 | D | \$ 12.52 | 1,400 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 100 | D | \$ 12.53 | 1,300 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 200 | D | \$ 12.54 | 1,100 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 200 | D | \$ 12.55 | 900 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 300 | D | \$ 12.56 | 600 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 200 | D | \$ 12.57 | 400 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 100 | D | \$ 12.58 | 300 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 200 | D | \$ 12.59 | 100 | D |
| Common stock \$.01 par value | 04/21/2009 | S | 100 | D | \$ 12.6 | 0 | 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) | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|

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(Instr. 3, 4,
and 5)

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

| | | | | | | | | | |
|--|--|---------|------------|---|-------|------------|------------|---------------------------------------|-------|
| Employee Nonqualified stock option right to buy | | \$ 8.01 | 04/21/2009 | M | 9,050 | <u>(1)</u> | 04/17/2011 | Common stock \$.01 par value | 9,050 |
|--|--|---------|------------|---|-------|------------|------------|---------------------------------------|-------|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Fuchs David
1366 HOLLOWCREEK DRIVE
MIAMISBURG, OH 45342

VP-MIS

Signatures

Edward M.Kress Attorney in Fact for David
Fuchs

04/22/2009

__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) Options granted on 4/17/2001 and became exercisable in 20% increments on each of the first five anniversaries of the grant.

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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