

GOTTWALD WILLIAM M

Form 4

March 22, 2019

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GOTTWALD WILLIAM M

(Last) (First) (Middle)

WESTHAM PARTNERS, 9030
STONY POINT PARKWAY

(Street)

RICHMOND, VA 23235

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
TREDEGAR CORP [TG]

3. Date of Earliest Transaction
(Month/Day/Year)
03/21/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
				(A) or (D)			
Code	V	Amount		Price			
Tredegar Common Stock					6,197	I	Footnote (1)
Tredegar Common Stock					1,953	I	Footnote (2)
Tredegar Common Stock					28,684	I	Footnote (3)
Tredegar Common Stock					4,935	I	Footnote (4)

Stock

Tredegar Common Stock						845,538	I	Footnote (5)
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Tredegar Common Stock						142,365	I	Footnote (6)
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Tredegar Common Stock	03/21/2019		A	946	A	\$ 23.5 (8)	50,210	I	Footnote (7)
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Tredegar Common Stock	03/21/2019		A	1,027	A	\$ 21.65 (8)	51,237	I	Footnote (7)
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Tredegar Common Stock	03/21/2019		A	1,402	A	\$ 15.86 (8)	52,639	I	Footnote (7)
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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

X

GOTTWALD WILLIAM M
WESTHAM PARTNERS
9030 STONY POINT PARKWAY
RICHMOND, VA 23235

Signatures

Patricia A. Thomas,
Attorney-In-Fact

03/22/2019

__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) Owned by wife. (Reporting person disclaims beneficial ownership.)
- (2) Held by me as trustee for Sally's Crummeys Trust, U/A dated 1-3-89. (Reporting person disclaims beneficial ownership.)
- (3) Held by me as trustee FBO Margaret Addison Gottwald, U/A dated 3-9-92. (Reporting person disclaims beneficial ownership.)
- (4) Held as co-trustee for Sarah Wren Gottwald, U/A dated 3-1-83. (Reporting person disclaims beneficial ownership.)
- (5) Held as co-trustee FBO (among others) reporting person's family u/w Floyd D. Gottwald.
- (6) Held by John D. Gottwald and James T. Gottwald, trustees of the William M. Gottwald Trust, U/A dated 8-16-90. (Reporting person disclaims beneficial ownership.)
- (7) Held by me as trustee of The William Michael Gottwald Revocable Trust dated 2/5/2009.

Due to the matters referred to in the Current Report on Form 8-K filed on November 1, 2018, we were unable to file a registration statement on Form S-8 with the SEC to issue registered shares of Tredegar common stock under the Tredegar Corporation 2018 Equity Incentive Plan (the 2018 Plan). As a result, we were unable to issue the stock award portion of director retainers since March 2018. On March 19, 2019, the Form S-8 for the 2018 Plan was filed with the SEC and the share awards owed to our non-employee directors were issued, based on the price at which they would have been issued had they been issued on the dates they were due and payable.

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.