

STEITZ JOHN M
Form 4/A
March 25, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
STEITZ JOHN M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O TREDEGAR CORPORATION, 1100 BOULDERS PARKWAY

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

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

(Street)
RICHMOND, VA 23225

4. If Amendment, Date Original Filed(Month/Day/Year)
03/22/2019

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | Price | | |
| | | | | Code | V | Amount | |
| Tredegear Common Stock | 03/21/2019 | | A | 601 | A | \$ 23.5 (1) | 4,171 D |
| Tredegear Common Stock | 03/21/2019 | | A | 652 | A | \$ 21.65 (1) | 4,823 D |
| Tredegear Common Stock | 03/21/2019 | | A | 890 | A | \$ 15.86 (1) | 5,713 D |
| Tredegear Common Stock | 03/21/2019 | | A | 27,306 | A | \$ 0 | 33,019 D |

Common Stock (2)

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

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(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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Stock Option (right to buy) | \$ 18.48 | 03/21/2019 | | A | 273,057 | 03/22/2021 | 03/23/2026 | Common Stock | 273,057 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STEITZ JOHN M C/O TREDEGAR CORPORATION 1100 BOULDERS PARKWAY RICHMOND, VA 23225 | X | | President and CEO | |

Signatures

John M. Steitz 03/25/2019
 **Signature of Date
 Reporting Person

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).

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.

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- The shares of restricted stock become vested and nonforfeitable on the third anniversary of the date of grant (i.e., March 21, 2022). The
- (2) grants of restricted stock are subject to the terms of the Notice of Stock Award and Stock Award Terms and Conditions, substantially in the form filed as Exhibit 10.2 to the Company's Current Report on Form 8-K filed with the SEC on March 1, 2016.

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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