

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF 7 SOLE VOTING POWER
SHARES 1,128,645
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

8 SHARED VOTING POWER
94,606

9 SOLE DISPOSITIVE POWER
1,128,645

10 SHARED DISPOSITIVE POWER
94,606

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,223,251

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

[X]

1,410,948 shares owned by individuals who do not reside in the reporting
person's home

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

9.98%

14 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

* Amendment No. 4 amends and supplements Amendment Nos. 1, 2 and 3 to the statement on Schedule 13D filed on August 15, 1989, by Floyd D. Gottwald, Jr., and Bruce C. Gottwald with respect to shares of Common Stock (the "Common Stock") of Tredegar Industries, Inc. (the "Issuer"). The purpose for the filing of this Amendment No. 4 is to add John D. Gottwald as a signatory and report an increase in the percentage of the Common Stock beneficially owned by Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald and their immediate families due primarily to (i) purchases of the Common Stock by the Issuer on the open market and in privately negotiated transactions; and (ii) two self-tenders by the Issuer.

Item 1. Security and Issuer.

This statement relates to the Common Stock of the Issuer, a Virginia corporation having its principal executive offices at 1100 Boulders Parkway, Richmond, Virginia 23225.

Item 3. Source and Amount of Funds or Other Consideration.

Since the filing of Amendment No. 3, Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald have not purchased additional shares of Common Stock except automatic purchases pursuant to the Issuer's dividend reinvestment plan and Issuer benefit plans.

Item 5. Interest in Securities of the Issuer.

(a) Amount Beneficially Owned: 4,095,477 shares.(1)

Percentage of Class Owned: 32.90%

(b) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote - 2,620,236(2)

(ii) shared power to vote or to direct the vote- 1,475,241(3)

(iii) sole power to dispose of or to direct the disposition of
- 2,620,236(2)

(iv) shared power to dispose of or to direct the disposition
of - 1,475,241(3)

(1) The filing of this statement shall not be construed as an admission that for the purposes of Sections 13(d) or 13(g) of the

Securities Exchange Act of 1934, Floyd D. Gottwald, Jr., Bruce C. Gottwald or John D. Gottwald are the beneficial owners of: (A) 46,665 shares described in Items 5(b)(i) and (iii); or (B) the shares described in Items 5(b)(ii) and (iv).

- (2) This amount includes 46,665 shares owned by a charitable foundation, for which Floyd D. Gottwald, Jr., and Bruce C. Gottwald serve as the sole directors, to which Floyd D. Gottwald, Jr., and Bruce C. Gottwald disclaim beneficial ownership.
 - (3) This amount includes 1,172,353 shares owned by individuals in the families of Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald who do not reside in the reporting persons' homes. It does not include shares owned of record by Wachovia Bank of North Carolina, N.A., as Trustee under the savings plan for the employees of the Issuer (the "Plan"), that are held for the benefit of employees other than the Gottwalds. Shares held by the Trustee under the Plan for the benefit of the Gottwalds are included in Items (5)(b)(i) and (iii) above. Shares held under the Plan are voted by the Trustee in accordance with instructions solicited from employees participating in the Plan. If a participating employee does not give the Trustee voting instructions, his shares are voted by the Trustee in accordance with management's recommendations to the stockholders. Because members of the Gottwald family are executive officers, directors and the largest stockholders of the Issuer, they may be deemed to be control persons of the Issuer and to have the capacity to control any such recommendation of management.
- (c) There have been no transactions in the past sixty days other than automatic Employee Savings Plan purchases by John D. Gottwald.
- (d) Other persons have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, all 1,475,241 shares described in Items 5(b)(ii) and (iv). However, none of such persons' individual interest relates to more than 5 percent of the class of securities for which this Form is filed.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Floyd D. Gottwald, Jr., and Bruce C. Gottwald are brothers. John D. Gottwald is the son of Floyd D. Gottwald, Jr. This form is being filed on behalf of Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald because they could be deemed to be a group for purposes of Rule 13d-1(c) and Schedule 13D even though there is no agreement among them with respect to the purchase, sale or retention of Common Stock.

There are no contracts, arrangements, understandings or relationships (legal or otherwise) between Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald and any other person with respect to securities of the Issuer.

Item 7. Material to be Filed as Exhibits.

1. Agreement between Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald with respect to the filing of this Amendment No. 4 to Schedule 13D.

Signature

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: March 18, 1997

/s/ Floyd D. Gottwald, Jr.

Floyd D. Gottwald, Jr.

/s/ Bruce C. Gottwald

Bruce C. Gottwald

/s/ John D. Gottwald

John D. Gottwald

Exhibit Index

Exhibit 1 Agreement between Floyd D. Gottwald, Jr., Bruce C. Gottwald and John D. Gottwald with respect to the filing of this Amendment No. 4 to Schedule 13D.

We, the undersigned, hereby express our agreement that the attached Amendment No. 4 to Schedule 13D is filed on behalf of each of the undersigned.

Date: March 18, 1997

/s/ Floyd D. Gottwald, Jr.

Floyd D. Gottwald, Jr.

/s/ Bruce C. Gottwald

Bruce C. Gottwald

/s/ John D. Gottwald

John D. Gottwald