

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13E-4
(Final Amendment)
ISSUER TENDER OFFER STATEMENT
(Pursuant to Section 13(e)(1) of the
Securities Exchange Act of 1934)

TREDEGAR INDUSTRIES, INC.

(Name of Issuer)

TREDEGAR INDUSTRIES, INC.

(Name of Person(s) Filing Statement)

COMMON STOCK, NO PAR VALUE PER SHARE

(Title of Class of Securities)

89465010

(CUSIP Number of Class of Securities)

NANCY M. TAYLOR, ESQ.

CORPORATE COUNSEL AND SECRETARY

TREDEGAR INDUSTRIES, INC.

1100 BOULDERS PARKWAY

RICHMOND, VIRGINIA 23225

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications
on Behalf of the Person(s) Filing Statement)

COPIES TO:

C. PORTER VAUGHAN, III, ESQ.

HUNTON & WILLIAMS

RIVERFRONT PLAZA, EAST TOWER

951 EAST BYRD STREET

RICHMOND, VIRGINIA 23219

APRIL 17, 1995

(Date Tender Offer First Published,
Sent or Given to Security Holders)

This Final Amendment amends and supplements the Issuer Tender Offer Statement on Schedule 13E-4 dated April 17, 1995, as amended by Amendment No. 1 thereto dated May 3, 1995, Amendment No. 2 thereto dated May 11, 1995 and Amendment No. 3 thereto dated May 16, 1995 (as amended, the "Issuer Tender Offer Statement") relating to the offer by Tredegar Industries, Inc. (the "Company") to purchase up to 1,000,000 shares of the Company's common stock, no par value per share (the "Shares") (including the associated Preferred Stock Purchase Rights issued pursuant to the rights agreement, dated as of June 15, 1989, as amended, between the Company and the Rights Agent named therein), at per share prices specified by tendering shareholders not in excess of \$23.00 nor less than \$20.00 per Share, in cash, net to the shareholder, upon the terms and subject to the conditions set forth in the Company's Offer to Purchase dated April 17, 1995 and in the related Letter of Transmittal. Capitalized terms used herein but not otherwise defined shall have the meanings assigned to such terms in the Issuer Tender Offer Statement.

On May 16, 1995, the Company announced that, based on a preliminary count by American Stock Transfer & Trust Company, the depository for the Offer (the "Depository"), it had accepted for purchase 642,912 Shares at a price of \$23.00 per Share, in accordance with the terms of the Offer.

A total of approximately 642,797 Shares were validly tendered and not withdrawn at or below the \$23.00 per Share Purchase Price, including Shares for which certificates were delivered to the Depository pursuant to the Offer's guaranteed delivery procedure. The Company has accepted for purchase all 642,797 Shares. On May 16, 1995, the Company issued a press release, a copy of which was filed as Exhibit (a)(16) to Amendment No. 3 to the Issuer Tender Offer Statement.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Final Amendment to Schedule 13E-4 is true, complete and correct.

May 26, 1995

TREDEGAR INDUSTRIES, INC.

By: /s/ NORMAN A. SCHER
Norman A. Scher
Executive Vice President