#### LEWIS ROBERT B

Form 4 May 24, 2011

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 3235-0287

Number:

Expires:

January 31, 2005

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response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

Common

Stock

05/20/2011

(Print or Type Responses)

1. Name and LEWIS RO	g Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			SILGAN HOLDINGS INC [SLGN]			(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	of Earliest T	ransaction	· · · · · · · · · · · · · · · · · · ·			
			(Month/l	Day/Year)			Director	10%	
SILGAN H		05/20/2011				X Officer (give title Other (specify below)			
LANDMA	UITE 400					Executive VP and CFO			
		4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
		the state of the s				Applicable Line)			
STAMFOR						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Ac	quired, E	Disposed of,	or Beneficial	ly Owned
1.Title of	2. Transaction Dat	e 2A. Deen	ned	3.	4. Securities Acquired (A	A) 5. A	mount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution 1	Date, if		omr Disposed of (D)		Securities	Ownership	Indirect
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)		eficially	Form:	Beneficial
		(Month/D	ay/Year)	(Instr. 8)		Own		Direct (D)	Ownership
							owing	or Indirect	(Instr. 4)
					(A)	Repo	orted	(I)	

Code V Amount

142

M

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

239,925 (1)

(Instr. 4)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(A)

(D)

A

Price

11.7375

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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. Transacti Code (Instr. 8)	Derivative	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 or Number of Shares
Nonqualified options to purchase Common Stock	\$ 11.7375	05/20/2011		M	142	(2)	08/16/2011	Common Stock	142

## **Reporting Owners**

Director 10% Owner Officer Other

LEWIS ROBERT B SILGAN HOLDINGS INC. 4 LANDMARK SQUARE, SUITE 400 STAMFORD, CT 06901

Executive VP and CFO

### **Signatures**

/s/ Robert B.
Lewis

\*\*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).
- (1) This amount includes 133,160 restricted stock units that have not yet vested that have been granted under the Silgan Holdings Inc. 2004 Stock Incentive Plan, as amended. Upon vesting, these restricted stock units will be settled in shares of Common Stock on a 1-for-1 basis.
- (2) These options were granted on August 16, 2004 and vested ratably over a five year period beginning on August 16, 2005. All of these options were exercisable prior to the transactions reported on this Form 4.

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.

Reporting Owners 2