SILGAN HOLDINGS INC

Form 4

September 02, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number: January 31, Expires:

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0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

Andreacchi Anthony P			Symbol			Ticker or		5. Relationship of Reporting Person(s) to Issuer				
			SILGAN HOLDINGS INC [SLGN]						(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of			nsaction						
4 4 4 4 4 5 7 5 4 4	A DAY GOLLA DE	CLITTE	(Month/D	•)				Director		Owner	
4 LANDM 400	ARK SQUARE,	SUITE	08/28/20	008					_X_ Officer (give below) Vice	below) President, Tax		
(Street)			4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
	Filed(Mon	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
STAMFOR	RD, CT 06901								Person	fore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Noi	ı-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	ite 2A. Deer	med	3.		4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security (Month/Day/Year) Executive		n Date, if	Transaction(A) or Disposed of (D)					Securities	Form: Direct	Indirect		
(Instr. 3)		Code (Instr. 3, 4 and 5)				5)	Beneficially	(D) or	Beneficial			
		(Month/l	Day/Year)	(Instr. 8	8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
									Reported	(IIIsu: +)	(111511. 4)	
							(A)		Transaction(s)			
				Code	V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common	08/28/2008			S		811	D	\$	5,500 (1)	D		
C41-	00/20/2000			S		011	ע	EO 10	5,500 <u>~</u>	D		

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.

52.48

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

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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. Transaction Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr	
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Andreacchi Anthony P 4 LANDMARK SQUARE, SUITE 400 STAMFORD, CT 06901

Vice President, Tax

Signatures

/s/ Anthony P. 09/02/2008 Andreacchi

**Signature of Reporting Date
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 consists of 5,500 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.

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.

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