

HARRIGAN D GREG
Form 4
June 10, 2010

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 *
HARRIGAN D GREG

2. Issuer Name and Ticker or Trading Symbol
SILGAN HOLDINGS INC [SLGN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

SILGAN HOLDINGS INC., 4
LANDMARK SQUARE - SUITE
400

3. Date of Earliest Transaction
(Month/Day/Year)
06/08/2010

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

(Street)

STAMFORD, CT 06901

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

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)
			Code	V Amount (D) Price			
Common Stock	06/08/2010		A	1,799 A <u>(1)</u>	5,994,249 <u>(2)</u>	D	
Common Stock					3,000,000 <u>(3)</u>	I	By GRAT <u>(4)</u>
Common Stock					616,792 <u>(5)</u>	I	Horrigan Family Limited Partnership <u>(6)</u>

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARRIGAN D GREG SILGAN HOLDINGS INC. 4 LANDMARK SQUARE - SUITE 400 STAMFORD, CT 06901	X	X		

Signatures

/s/ Frank W. Hogan, III, Attorney-in-fact for D. Greg
Harrigan 06/10/2010

**Signature of Reporting Person Date

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).
- These securities are restricted stock units that were granted on June 8, 2010 pursuant to the Silgan Holdings Inc. 2004 Stock Incentive Plan, as amended, and become fully vested on June 8, 2011. These restricted stock units will be settled in shares of Common Stock on a 1-for-1 basis upon vesting.
- (1) Since the reporting person's last report, the reporting person contributed 1,500,000 shares of Common Stock to grantor retained annuity trusts, of which the reporting person and his spouse are co-trustees with voting and dispositive power over the shares. On May 3, 2010, a two-for-one stock split of the Common Stock of Silgan Holdings Inc. in the form of a stock dividend was effected, resulting in the reporting person's direct ownership of 2,996,225 additional shares of Common Stock of Silgan Holdings Inc.
 - (2) Since the reporting person's last report, 1,500,000 of these shares, which were previously reported as being directly beneficially owned by the reporting person, were contributed in June 2009 by the reporting person to grantor retained annuity trusts, of which the reporting

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person and his spouse are co-trustees with voting and dispositive power over the shares. On May 3, 2010, a two-for-one stock split of the Common Stock of Silgan Holdings Inc. in the form of a stock dividend was effected, resulting in the reporting person's indirect ownership through grantor retained annuity trusts of 1,500,000 additional shares of Common Stock of Silgan Holdings Inc.

- (4) These shares are owned by grantor retained annuity trusts of which the reporting person and his spouse are co-trustees with voting and dispositive power over the shares.

- (5) On May 3, 2010, a two-for-one stock split of the Common Stock of Silgan Holdings Inc. in the form of a stock dividend was effected, resulting in the reporting person's indirect ownership through Harrigan Family Limited Partnership of 308,396 additional shares of Common Stock of Silgan Holdings Inc.

- (6) The reporting person is the sole general partner of Harrigan Family Limited Partnership, with sole voting power and dispositive power over the shares.

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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