

GRAPHIC PACKAGING HOLDING CO  
Form 3/A  
February 12, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
À GIOVANNI AGNELLI e		(Month/Day/Year)	GRAPHIC PACKAGING HOLDING CO [GPK]	
C.S.a.p.az		03/10/2008		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	
VIA DEL CARMINE			(Check all applicable)	
10,À PRESSO SIMON			_____ Director <input checked="" type="checkbox"/> 10% Owner	
FIDUCIARIA S.P.A			_____ Officer    _____ Other	
(Street)			(give title below)    (specify below)	
TOURIN, ITALY,À L6À 10122			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	02/11/2009	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			_____ Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share <sup>(1)</sup> <u>(2)</u>	34,222,500	I	See Footnote <sup>(2)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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