

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	
Â 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,Â PRESSO SIMON			___ Director ___X___ 10% Owner	
FIDUCIARIA S.P.A			___ Officer ___ Other	
(Street)			(give title below) (specify below)	
TOURIN, ITALY,Â L6Â 10122			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	02/11/2009	
1. Title of Security			6. Individual or Joint/Group Filing(Check Applicable Line)	
(Instr. 4)			___X___ Form filed by One Reporting Person	
Common Stock, par value \$0.01 per share <sup>(1)</sup>			___ Form filed by More than One Reporting Person	
<u>(2)</u>				

**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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