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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 240.14a-12

**Graphic Packaging Holding Company**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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# Your Vote Counts!

## GRAPHIC PACKAGING HOLDING COMPANY



GRAPHIC PACKAGING HOLDING COMPANY  
1500 RIVEREDGE PARKWAY  
ATLANTA, GA 30328

2024 Annual Meeting  
Vote by May 22, 2024 11:59 PM ET. For shares held in a  
Plan, vote by May 20, 2024 11:59 PM ET.



V36132-P07798

### You invested in GRAPHIC PACKAGING HOLDING COMPANY and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 23, 2024.**

### Get informed before you vote

View the Notice and Proxy Statement, Annual Report (including Form10-K) online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 9, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote in Person at the Meeting\*

May 23, 2024  
10:00 AM ET

1500 Riveredge Parkway  
Atlanta, Georgia 30328

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) Aziz Aghili 02) Philip R. Martens 03) Lynn A. Wentworth	✔ For
2. Ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm.	✔ For
3. Approval of compensation paid to Named Executive Officers (Say-on-Pay).	✔ For
4. Approval of the Graphic Packaging Holding Company 2024 Omnibus Incentive Compensation Plan.	✔ For
5. <b>Simple Majority Vote.</b>	✘ Against

**NOTE:** The shares represented by the proxy, when properly executed, will be voted in the manner directed herein by the undersigned stockholder(s). If no direction is given, the proxy will be voted FOR all nominees in item 1, FOR the proposals in items 2, 3 and 4 and AGAINST the proposal in item 5. If any other matters properly come before the meeting, or if cumulative voting is required, the person named in the proxy will vote in their discretion.

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".