

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
or Section 30(h) of the Investment Company Act of 1940

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person * | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol |
| <u>LeBeau Scott</u> | <u>01/01/2026</u> | <u>GRAPHIC PACKAGING HOLDING CO [GPK]</u> |
| (Last) (First) (Middle) | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| 1500 RIVEREDGE PARKWAY, N.W. | | Director 10% Owner |
| (Street) | | Officer (give title below) Other (specify below) |
| ATLANTA GA 30328 | | <u>X</u> EVP, Paperboard Manufacturing |
| (City) (State) (Zip) | | |
| | | 5. If Amendment, Date of Original Filed (Month/Day/Year) |
| | | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| | | <u>X</u> 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 | 17,493 | D | |

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 (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|---------------------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Service-Based Restricted Stock Units ⁽¹⁾ | 02/15/2026 | 02/15/2026 ⁽²⁾ | Common Stock | 4,411 | 0.00 | D | |
| Service-Based Restricted Stock Units ⁽¹⁾ | (3) | 02/15/2027 ⁽²⁾ | Common Stock | 1,955 | 0.00 | D | |
| Service-Based Restricted Stock Units ⁽¹⁾ | (3) | 02/26/2028 ⁽²⁾ | Common Stock | 2,440 | 0.00 | D | |

Explanation of Responses:

1. The grant of Service-Based Restricted Stock Units is 1/3 of a total grant that includes Performance-Based Restricted Stock Units, which are reportable upon settlement.
2. The Service-Based Restricted Stock Units expire upon their conversion and payout in shares of the Company's Common Stock.
3. The Service-Based Restricted Stock Units vest and become payable in three substantially equal tranches on the first, second and third anniversaries of the date of the grant, except in the event of death, disability, retirement, involuntary termination or termination for good reason.

/s/ Scott LeBeau, by Laura Lynn 01/09/2026
Church, Attorney-in-Fact

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.