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

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**FORM 8-K**

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**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**  
**June 11, 2026**

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**GRAPHIC PACKAGING HOLDING COMPANY**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-33988**  
(Commission  
File Number)

**26-0405422**  
(IRS Employer  
Identification No.)

**1500 Riveredge Parkway**  
**Atlanta, Georgia 30328**  
(Address of principal executive offices)

**(770) 240-7200**  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
Common Stock, \$0.01 par value per share	GPK	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: **None**

- Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).
  - If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Effective June 11, 2026, following the Annual Meeting of Stockholders, Mr. Philip R. Martens retired from his positions as a member and Chairman of the Board of Directors (the "Board") of Graphic Packaging Holding Company (the "Company"). Mr. Larry M. Venturelli, a member of the Board since 2016, was elected Chairman of the Board, effective upon Mr. Martens retirement.

A press release announcing Mr. Martens' retirement and Mr. Venturelli's election as Chairman of the Board is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit No.	Description
99.1	<a href="#"><u>Press Release dated June 11, 2026 announcing Mr. Philip R. Martens' retirement and Mr. Larry M. Venturelli's election as Chairman of the Board.</u></a>

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

By: /s/ Daniel S. Fishbein  
Daniel S. Fishbein  
Executive Vice President, General Counsel and  
Secretary

Date: June 11, 2026

**Graphic Packaging Holding Company Elects Larry M. Venturelli Chairman  
of the Board of Directors**

ATLANTA, Ga., June 11, 2026 — Graphic Packaging Holding Company (NYSE: GPK) (the “Company” or “Graphic Packaging”), a global leader in sustainable consumer packaging, today announced that its Board of Directors has elected Larry M. Venturelli as Chairman of the Board, effective today, following the Company’s Annual Meeting of Stockholders.

Mr. Venturelli succeeds Philip R. Martens, who is retiring from the Board after serving as a director since November 2013 and as Chairman since May 2016.

“On behalf of the Company and the entire Board, I want to thank Phil for his commitment and leadership during one of the most impactful periods in Graphic Packaging’s history,” said Robbert Rietbroek, President and Chief Executive Officer. “Graphic Packaging has greatly benefitted from Phil’s leadership, strategic perspective and substantial contributions throughout his tenure as Board Chair.”

Mr. Martens brought extensive global manufacturing and executive leadership experience to the Board, including from his prior service as President and Chief Executive Officer of Novelis Inc.

“It has been a privilege to serve Graphic Packaging through a period of significant growth and progress,” said Mr. Martens. “I am proud of what the Company has accomplished and confident in its future under Robbert’s leadership and with Larry as Chairman. Larry’s experience, judgment and understanding of the business make him well suited to guide the Board in its next chapter.”

Regarding Mr. Venturelli’s appointment, Mr. Rietbroek said, “Larry brings decades of global business experience to the Chair role, including deep manufacturing and consumer products expertise from industry-leading companies. I look forward to working closely with Larry as we continue executing our strategy to create long-term value for stockholders, customers and employees.”

Mr. Venturelli has been a member of the Company’s Board since 2016 and has served on its Nominating and Corporate Governance, Audit, and Compensation and Management Development Committees. He previously served as Executive Vice President and Chief Financial Officer at Whirlpool Corporation and held various executive roles at Whirlpool prior to his retirement.

“It is an honor and privilege to be appointed Chairman of the Graphic Packaging Board,” Mr. Venturelli said. “I look forward to working closely with my fellow Board members, Robbert and the executive team as we build on the Company’s strong foundation and advance its leadership in consumer packaging.”

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#### About Graphic Packaging Holding Company

Graphic Packaging designs and produces consumer packaging made primarily from renewable or recycled materials. An industry leader in innovation, the Company is committed to reducing the environmental footprint of consumer packaging. Graphic Packaging operates a global network of design and manufacturing facilities serving the world's most widely recognized brands in food, beverage, foodservice, household, and other consumer products. Learn more at [www.graphicpkg.com](http://www.graphicpkg.com).

#### Contact Information

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