SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
OMB Number: 3235-0104
Estimated average burden
hours per response: 0.5

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 * <u>Liaw Jeffrey</u>			2. Date of Event Re Statement (Month/ 03/10/2008		3. Issuer Name and Ticker or Trading Symbol <u>GRAPHIC PACKAGING HOLDING CO</u> [GPK]						
(Last)	(Last) (First) (Middle)				4. Relationship of Reporting Person(s (Check all applicable)) to Issuer		5. If Amendment, Date of Original Filed (Month/Day/Year)		
814 LIVINGSTON COURT				X	Director Officer (give title below)	10% Owner Other (spec below)	6.	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) MARIETTA					5.007	5000)		X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
						nt of Securities ally Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		tle and Amount of Securities vative Security (Instr. 4)	Conver or Exer		se (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares	Price of Derivative Security	Indirect (I) (Instr. 5)		

Explanation of Responses:

Remarks:

No securities are beneficially owned.

<u>/s/ Jeffrey Liaw By: Laura Lynn</u> <u>Smith Attorney-in-Fact</u> <u>03/18/2008</u>

Date

** Signature of Reporting Person

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.