CROWN HOLDINGS INC

Form 4/A

February 28, 2007

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

3235-0287

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

Estimated average

1(b).

Common

 $02/23/2007_{\underline{(1)}}$

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> MECHURA FRANK J	2. Issuer Name and Symbol CROWN HOLD	I Ticker or Trading INGS INC [CCK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) (Check all applicable) (Check all applicable) (Check all applicable) (Officer (give title Other (specify below)			
(Last) (First) (Middle) ONE CROWN WAY	3. Date of Earliest Tr (Month/Day/Year) 02/23/2007	ransaction				
(Street) PHILADELPHIA, PA 19154	4. If Amendment, Da Filed(Month/Day/Year 02/27/2007	Č				
(City) (State) (Zip)	Table I - Non-I	Derivative Securities Acq	uired, Disposed of	, or Beneficiall	y Owned	
(Instr. 3) any		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

Code V Amount

F

3,148

(2)

(D)

D

Price

23.31

\$

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

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.

SEC 1474

(9-02)

Transaction(s) (Instr. 3 and 4)

D

149,125

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: CROWN HOLDINGS INC - Form 4/A

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. orNumber	6. Date Exerc Expiration Da		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monun Day/ Year)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Under Securi	lying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MECHURA FRANK J ONE CROWN WAY PHILADELPHIA, PA 19154

President - Americas Division

Signatures

William T. Gallagher, by Power of Attorney 02/28/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) Correction: February 23, 2007 was the date on which the number of shares to be withheld was determined.
- (2) Represents Shares transferred to the Company for tax withholding in connection with vesting of restricted stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2