CROWN HOLDINGS INC

Form 4 April 29, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

burden hours per

response...

Estimated average

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

| BRITELL . | Symbol | Symbol | | | | Issuer | | | | |
|------------|-------------------|-----------------------|--------------------------------------|----------------------------|--------|----------------------|---|-------------------|--------------|--|
| | | CROW | CROWN HOLDINGS INC [CCK] | | | CCK] | (Check all applicable) | | | |
| (Last) | (First) | (Middle) 3. Date of | iddle) 3. Date of Earliest Transacti | | | | | | | |
| | | (Month/I | Day/Year) | | | | Director | | Owner | |
| ONE CRO | 04/28/2 | 04/28/2010 | | | | Officer (give below) | r (specify | | | |
| | (Street) | 4. If Am | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | Filed(Mo | Filed(Month/Day/Year) | | | | Applicable Line) _X_ Form filed by One Reporting Person | | | |
| PHILADEI | LPHIA, PA 191 | 54 | | | | | Form filed by M Person | Iore than One Rep | porting | |
| (City) | (State) | (Zip) Tab | ole I - Non-D | Derivative | Secu | rities Acq | uired, Disposed of | , or Beneficiall | y Owned | |
| 1.Title of | 2. Transaction Da | ate 2A. Deemed | 3. | 4. Securi | ties A | cquired | 5. Amount of | 6. | 7. Nature of | |
| Security | (Month/Day/Yea | r) Execution Date, if | Transactio | tion(A) or Disposed of (D) | | | Securities | Ownership | Indirect | |
| (Instr. 3) | | any | Code | (Instr. 3, | 4 and | 5) | Beneficially | Form: Direct | | |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned | (D) or | Ownership | |
| | | | | | | | Following | Indirect (I) | (Instr. 4) | |
| | | | | | (A) | | Reported | (Instr. 4) | | |
| | | | | | or | | Transaction(s) | | | |
| | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | |
| Common | 04/28/2010 | | A | 914 | A | \$ | 57,812 | D | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

27.354

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

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| | 1. Title of | 2. | 3. Transaction Date | | 4. | 5. | 6. Date Exercis Expiration Date | | 7. Title and Amount of | 8. Price of | 9. Nu |
|--|-------------|---|---------------------|---|---------------------------------|--|---------------------------------|--------------------|--|--------------------------------------|---|
| | | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transacti Code (Instr. 8) | orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) e | | Underlying Securities (Instr. 3 and 4) | Derivative Security (Instr. 5) | Deriv Secur Bene Own Follo Repo Trans (Instr |
| | | | | | Code V | ĺ | | Expiration Date | Title Amour or Numbe of Shares | er | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BRITELL JENNE K ONE CROWN WAY PHILADELPHIA, PA 19154

Signatures

William T. Gallagher, by Power of 04/29/2010

**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).

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.

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