

MECHURA FRANK J  
Form 4  
May 23, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MECHURA FRANK J**

(Last) (First) (Middle)  
**ONE CROWN WAY**  
  
(Street)  
  
**PHILADELPHIA, PA 19154**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**CROWN HOLDINGS INC [CCK]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/21/2007**

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President - Americas Division**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common	05/21/2007		M		40,000	A	\$ 7.44
Common	05/21/2007		M		12,000	A	\$ 5.3
Common	05/21/2007		S <sup>(1)</sup>		40,000	D	\$ 24.6721
Common	05/21/2007		S <sup>(2)</sup>		12,000	D	\$ 24.6721

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**

SEC 1474 (9-02)

number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 7.44	05/21/2007		M	40,000	07/04/2001	01/04/2011	Common	40,000
Employee Stock Option (Right to Buy)	\$ 5.3	05/21/2007		M	12,000	08/21/2002	02/21/2012	Common	12,000

## 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 05/23/2007  
 \*\*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).
- The sales reported in this Form 4 relate to exercises of stock options pursuant to a Rule 10b5-1 Plan adopted on April 20, 2007 by Mr.
- (1) Mechura (age 64) for financial planning purposes. The Plan provides for periodic exercises of options and associated sales of shares through December 31, 2007, subject to certain limits regarding the price and quantity of shares.
  - (2) The sales reported in this Form 4 relate to exercises of stock options pursuant to a Rule 10b5-1 Plan adopted on April 20, 2007 by Mr. Mechura (age 64) for financial planning purposes. The Plan provides for periodic exercises of options and associated sales of shares

## Edgar Filing: MECHURA FRANK J - Form 4

through December 31, 2007, subject to certain limits regarding the price and quantity of shares.

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.