Homfray Christopher Charles Form 4

January 13, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number: January 31,

Estimated average burden hours per

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0.5

Check this box if no longer subject to Section 16. 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person 2 Homfray Christopher Charles Syr				er Name and	Ticker or	Tradii	ng	5. Relationship of Reporting Person(s) to Issuer				
, ,				CROWN HOLDINGS INC [CCK]					(Check all applicable)			
(Last)	(First)	(Mi	ddle) 3. Date	3. Date of Earliest Transaction					• • • • • • • • • • • • • • • • • • • •			
			(Month/	(Month/Day/Year)					10%	6 Owner		
ONE CROWN WAY			01/09/	01/09/2009				Officer (giv below) Presiden	e title Oth- below) t - European Div	er (specify vision		
	(Street)	4. If An	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
PHILADEI	LPHIA, PA 19	154	Filed(M	onth/Day/Year)			Applicable Line) _X_ Form filed by Form filed by Person	One Reporting Pe			
(City)	(State)	(2	Zip) Tal	ble I - Non-D	erivative	Secur	ities Acc	quired, Disposed o	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y		2A. Deemed Execution Date, it any (Month/Day/Year	Code		4 and (A) or	d of 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)		
Common	01/09/2009			F	3,347	D	\$ 18.8	65,287	D			

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

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SEC 1474

(9-02)

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 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)	of		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr	
					4, and 5)	Date	Expiration		Amount		
				Code V	(A) (D)	Exercisable	Date	Title	Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Homfray Christopher Charles

ONE CROWN WAY President - European Division

PHILADELPHIA, PA 19154

Signatures

William T. Gallagher, by Power of Attorney 01/13/2009

**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) 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.

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