### Edgar Filing: GRAPHIC PACKAGING CORP - Form 4

GRAPHIC Form 4 May 18, 20	PACKAGING CO	ORP	5									
FOR										OMB A	PPROVA	۹L
-	UNITED	STATES		RITIES A shington				GE	COMMISSIO	N OMB Number:	3235	-0287
Check if no lo subject Section Form 4	to <b>SIAIEN</b> 16.	/IENT OF	NGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated burden ho	Estimated average burden hours per		
Form 5 obligat may co <i>See</i> Ins 1(b).	ons Section 17(	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										0.5
(Print or Type	e Responses)											
1. Name and Address of Reporting Person <u>*</u> BLOUNT DANIEL J			2. Issuer Name <b>and</b> Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer			
		GRAPHIC PACKAGING CORP [GPK]					Р	(Check all applicable)				
(Last) (First) (Middle) 814 LIVINGSTON COURT			3. Date of Earliest Transaction (Month/Day/Year) 05/16/2006				Director 10% Owner X Officer (give title Other (specify below) below) SVP & Chief Financial Officer					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
MARIET	CA, GA 30067									More than One F		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Deriv	vative	Securiti	ies A	cquired, Disposed	of, or Beneficia	ally Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution I any	Date, if	3. Transactio Code (Instr. 8) Code V	onAcq Disj (Ins	posed str. 3, 4	(A) or of (D)	rice	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 Indirect Beneficia Ownersh (Instr. 4)	al iip
Reminder: R	eport on a separate line	for each cla	iss of sec						r indirectly			
ichinider, K	port on a separate find			unites bene.	F ii r	Person nform requir	ns who nation c ed to re ys a cu	o res conta espo	pond to the colle ained in this forn and unless the fo atly valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	str. 3) Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						(Ins
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ O	05/16/2006		A		9,900		(1)	(2)	Common Stock	9,900	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
BLOUNT DANIEL J 814 LIVINGSTON COURT MARIETTA, GA 30067			SVP & Chief Financial Officer						
Signatures									
Daniel J. Blount BY: Stephen A Attorney-in-Fact	A. Hellrur	ıg,	05/18/2006						
<u>**</u> Signature of Report	ing Person		Date						
Explanation of Re	enon	606.							

## **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) Restricted stock units will vest on the second anniversary of the date of grant. Shares are payable after the fourth anniversary of the date of grant or upon the occurrence of death, disability, retirement or involuntary termination without cause.
- (2) The restricted stock units expire upon the delivery of shares as described in footnote 1.

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.