

GRAPHIC PACKAGING CORP

Form SC 13G/A

February 15, 2006

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

**SCHEDULE 13G/A**

**Under the Securities Exchange Act of 1934  
(Amendment No. 1)\***

GRAPHIC PACKAGING CORPORATION  
(Name of Issuer)  
COMMON STOCK  
(Title of Class of Securities)  
388688103  
(CUSIP Number)  
December 31, 2005  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

**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.**

CUSIP No. 388688103

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NAMES OF REPORTING PERSONS:

1

HWH Investment Pte Ltd

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

(None)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Singapore

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY 6

10,545,400

SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON 7

0

SHARED DISPOSITIVE POWER:

WITH: 8

10,545,400

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

10,545,400

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

5.31%

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

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CUSIP No. 388688103

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**1** NAMES OF REPORTING PERSONS:

GIC Special Investments Pte Ltd

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

(None)

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a)

(b)

**3** SEC USE ONLY:

**4** CITIZENSHIP OR PLACE OF ORGANIZATION:

Singapore

**5** SOLE VOTING POWER:

NUMBER OF 0

**6** SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY 10,545,400

**7** SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON 0

**8** SHARED DISPOSITIVE POWER:

WITH: 10,545,400

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

10,545,400

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

5.31%

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

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CUSIP No. 388688103

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NAMES OF REPORTING PERSONS:

1 Government of Singapore Investment Corporation Pte Ltd

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

(None)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2 (a)   
(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4 Singapore

SOLE VOTING POWER:

5  
NUMBER OF 0

SHARED VOTING POWER:

6  
SHARES BENEFICIALLY OWNED BY 10,545,400

SOLE DISPOSITIVE POWER:

7  
EACH REPORTING PERSON 0

SHARED DISPOSITIVE POWER:

8  
WITH: 10,545,400

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

10,545,400

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

5.31%

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

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CUSIP No. 388688103

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NAMES OF REPORTING PERSONS:

1

Government of Singapore

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY):

(None)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

2

(a)

(b)

SEC USE ONLY:

3

CITIZENSHIP OR PLACE OF ORGANIZATION:

4

Singapore

SOLE VOTING POWER:

5

NUMBER OF 0

SHARED VOTING POWER:

SHARES BENEFICIALLY OWNED BY 6

10,545,400

SOLE DISPOSITIVE POWER:

EACH REPORTING PERSON 7

0

SHARED DISPOSITIVE POWER:

WITH: 8

10,545,400

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

10,545,400

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

o

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

5.31%

**12** TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

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**Item 1(a). Name of Issuer**

Graphic Packaging Corporation

**Item 1(b). Address of Issuers Principal Executive Offices**

Graphic Packaging Corporation

814 Livingston Court

Marietta, GA 30067

United States of America

**Item 2(a). Name of Person Filing**

- I HWH Investment Pte Ltd
- II GIC Special Investments Pte Ltd
- III Government of Singapore Investment Corporation Pte Ltd
- IV Government of Singapore

**Item 2(b). Address of Principal Business Office**

I, II, & III                      168 Robinson Road  
#37-01 Capital Tower  
Singapore 068912

IV                      c/o                      Government of Singapore Investment Corporation Pte Ltd  
168 Robinson Road  
#37-01 Capital Tower  
Singapore 068912

**Item 2(c). Citizenship**

I, II, III & IV                      Singapore

**Item 2(d). Title of Class of Securities**

Common Stock

**Item 2(e). CUSIP Number**

388688103

**Item 3. If this statement is filed pursuant to Rules 13d-I (b) or 13d-2(b) or (c), check whether the person filing is**  
**a**

N.A.

**If this statement is filed pursuant to Rule 13d-1(c), check this box.**

**Item 4. Ownership**

The aggregate number of securities and percentage of the class of securities of the Issuer beneficially owned by each Reporting Person named in Item 2(a), as well as the number of securities as to which such person is deemed to have sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition, shared power to dispose or direct the disposition, is set forth in the following table:

Person	No of Securities Beneficially Owned	Power to Vote		Power to Dispose	
		Sole <sup>1</sup>	Shared <sup>1</sup>	Sole <sup>1</sup>	Shared <sup>1</sup>
HWH Investment Pte Ltd	10,545,400	0	10,545,400	0	10,545,400
GIC Special Investments Pte Ltd	10,545,400	0	10,545,400	0	10,545,400
Government of Singapore Investment Corporation Pte Ltd	10,545,400	0	10,545,400	0	10,545,400
Government of Singapore	10,545,400	0	10,545,400	0	10,545,400
Total <sup>2</sup> (all Reporting Persons)	10,545,400	0	10,545,400	0	10,545,400

1 HWH Investment Pte Ltd shares power to vote and power to dispose of the 10,545,400 securities beneficially owned by it with GIC Special Investments Pte Ltd, shares power to vote and dispose of the 10,545,400 securities beneficially owned by it with the Government of Singapore Investment Corporation Pte Ltd, and shares power to vote and dispose of the 10,545,400 securities beneficially owned by it with the Government of Singapore.

2 The reporting persons disclaim membership in a group.

**Item 5. Ownership of Five Percent or Less of a Class**

N.A.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

N.A.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company**

N.A.

**Item 8. Identification and Classification of Members of the Group**

N.A.

**Item 9. Notice of Dissolution of Group**

N.A.

**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**Material to be Filed as Exhibits**

1. Power of Attorney by Minister for Finance, Singapore dated 5 March 1998.  
(incorporated by reference to Exhibit No. 1 to Schedule 13G, dated March 23, 1998 regarding SPDR Trust Series 1).
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**Signature**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 10, 2006

HWH Investment Pte Ltd

Date

by /s/ Ng Kin Sze

Ng Kin Sze  
Director

GIC Special Investments Pte Ltd

by /s/ Ng Kin Sze

Ng Kin Sze  
Senior Executive Vice  
President

Government of Singapore  
Investment  
Corporation Pte Ltd

by /s/ Ng Kin Sze      /s/ Ho Yuit  
Mun

Ng Kin Sze      Ho Yuit  
Senior      Mun  
Executive      Director  
Vice  
President

Government of Singapore  
by Government of Singapore  
Investment  
Corporation Pte Ltd, its  
attorney-in-fact

by /s/ Ng Kin Sze      /s/ Ho Yuit  
Mun

Ng Kin Sze      Ho Yuit  
Senior      Mun  
Executive      Director  
Vice  
President

