Homfray Christopher Charles Form 4 January 08, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

(Print or Type Responses)

1(b).

See Instruction

ONE CROWN WAY 01/04/2013	1. Name and Address of Reporting Person * Homfray Christopher Charles			2. Issuer Name and Ticker or Trading Symbol CROWN HOLDINGS INC [CCK]	5. Relationship of Reporting Person(s) to Issuer			
ONE CROWN WAY 01/04/2013 — Officer (give title below) EVP - European Division (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person — Form filed by More than One Reporting	(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting				(Month/Day/Year)	Director 10% Owner			
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person — Form filed by More than One Reporting	ONE CROWN WAY			01/04/2013				
X Form filed by One Reporting Person Form filed by More than One Reporting	(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
	PHILADELI	PHIA, PA 1	9154	Filed(Month/Day/Year)	_X_ Form filed by One Reporting Person Form filed by More than One Reporting			

(City) (State) (Zin)

(City)	(State)	Table Table	e I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	` ′	ispose	ed of (D)	5. Amount of Securities	6. Ownership Form: Direct	Indirect		
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)				Owned Following Reported	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
					(A) or		Transaction(s) (Instr. 3 and 4)				
			Code V	Amount	(D)	Price	(Ilisti. 3 and 4)				
Common	01/04/2013		F	2,813 (1)	D	\$ 38.35	223,478	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.

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	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. orNumber of Derivative	6. Date Exerc Expiration Day/ (Month/Day/	ate	7. Titl Amou Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative			Securities			(Instr.	. 3 and 4)		Owne
	Security			Acquired (A) or						Follo Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3, 4, and 5)						
								Amount		
					Date Exercisable	Expiration Date	Title	or Number of		
			Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Homfray Christopher Charles

ONE CROWN WAY EVP - European Division

PHILADELPHIA, PA 19154

Signatures

Rosemary M. Haselroth, by Power of 01/08/2013

**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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