SILGAN HOLDINGS INC Form 8-K November 19, 2012

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

# FORM 8-K

# **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 19, 2012

# SILGAN HOLDINGS INC.

(Exact name of Registrant as specified in its charter)

**Delaware** (State or other jurisdiction

000-22117 (Commission 06-1269834 (IRS Employer

of incorporation) File Number) Identification No.)

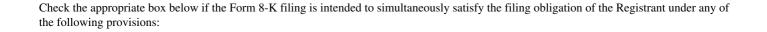
# Edgar Filing: SILGAN HOLDINGS INC - Form 8-K

4 Landmark Square,

Stamford, Connecticut 06901
(Address of principal executive offices) (Zip Code)
Registrant s telephone number, including area code: (203) 975-7110

N/A

(Former name or former address, if changed since last report)



- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- x Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

### **Section 8 Other Events**

#### Item 8.01. Other Events.

On November 19, 2012, the Company issued a press release, attached hereto as Exhibit 99.1 and incorporated herein by reference, announcing that it has commenced a modified Dutch Auction tender offer to purchase up to \$250 million of its common stock and that its Board of Directors has authorized the repurchase of up to an additional \$100 million of its common stock, resulting in an aggregate outstanding authorization for stock repurchases of \$350.1 million. The authorization is effective through December 31, 2014. The tender offer utilizes a portion of such authorized amount.

## Section 9 Financial Statements and Exhibits

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit No.

Description 99.1 Press Release dated November 19, 2012 announcing commencement of tender offer to purchase up to \$250 million of common stock and authorization for additional stock repurchases.

2

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

## SILGAN HOLDINGS INC.

By: /s/ Robert B. Lewis Name: Robert B. Lewis

Title: Executive Vice President and Chief Financial Officer

Dated: November 19, 2012

## **Exhibit Index**

Exhibit No. Description

Press Release dated November 19, 2012 announcing commencement of tender offer to purchase up to \$250 million of common stock and authorization for additional stock repurchases.

4