

APTARGROUP INC
Form 11-K
June 27, 2008

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

FORM 11-K

**þ ANNUAL REPORT PURSUANT TO SECTION 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the Fiscal Year Ended December 31, 2007
OR**

**o TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934
COMMISSION FILE NUMBER 1-11846**

A. Full title of the Plan:

**APTARGROUP, INC. PROFIT
SHARING AND SAVINGS PLAN**

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

**APTARGROUP, INC.
475 West Terra Cotta Avenue, Suite E
Crystal Lake, Illinois 60014
Telephone: (815) 477-0424**

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
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Schedule of Assets (Held at End of Year) at December 31, 2007 (Schedule H, Line 4i)	14-16
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Note: All other schedules of additional financial information required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA) have been omitted because they are not applicable.	

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Employee Benefits Administrative Committee
AptarGroup, Inc. Profit Sharing and Savings Plan
Crystal Lake, Illinois

We have audited the accompanying statements of net assets available for benefits of the AptarGroup, Inc. Profit Sharing and Savings Plan (the Plan) as of December 31, 2007 and 2006, and the related statement of changes in net assets available for benefits for the year ended December 31, 2007. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2007 and 2006, and the changes in net assets available for benefits for the year ended December 31, 2007 in conformity with U.S. generally accepted accounting principles.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audit of the basic 2007 financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic 2007 financial statements taken as a whole.

/s/ Crowe Chizek and Company
LLC

Crowe Chizek and Company LLC

Oak Brook, Illinois
June 27, 2008

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
 STATEMENTS OF NET ASSETS AVAILABLE
 FOR BENEFITS
AT DECEMBER 31, 2007 AND 2006

	2007	2006
Assets:		
Investments, at fair value (Note 7)	\$ 104,322,712	\$ 88,440,304
Contributions receivable:		
Participant	217,847	187,072
Employer	77,249	61,481
Other receivables: unsettled trades	40,850	787,685
Total receivables	335,946	1,036,238
Total assets	104,658,658	89,476,542
Net assets available for benefits	\$ 104,658,658	\$ 89,476,542

The accompanying notes are an integral part of these statements.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
 STATEMENT OF CHANGES IN NET ASSETS AVAILABLE
 FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2007

Additions to net assets attributed to:

Income from investments:

Net depreciation in fair value of investments (Note 7)	\$ 4,795,188
Dividends	8,010,994
Interest	163,198

Total investment income	12,969,380
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Contributions:

Participant	5,886,378
Employer	1,927,542

Total contributions	7,813,920
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Total additions	20,783,300
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Deductions from net assets attributed to:

Benefits paid to participants	5,548,371
Administrative expenses	52,813

Total deductions	5,601,184
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Net increase in net assets available for benefits for the year	15,182,116
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Net assets available for benefits, beginning of the year	89,476,542
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Net assets available for benefits, end of the year	\$ 104,658,658
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The accompanying notes are an integral part of these statements.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006
NOTE 1 DESCRIPTION OF THE PLAN

The following description of the AptarGroup, Inc. Profit Sharing and Savings Plan (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions. The Plan, established on April 22, 1993, is a participant-directed defined contribution plan which covers eligible full-time and part-time non-union employees of AptarGroup, Inc. and certain of its subsidiaries (the Company or the Employer). The Plan is administered by a committee appointed by the Company, consisting of Company employees. A participant (Participant or Participants) is a full-time employee who becomes eligible to participate on the first day of the month following 30 days of service, or a part-time employee who becomes eligible to participate after completion of 1000 hours of service in any consecutive twelve-month period. If an employee has not enrolled in the Plan within 30 days from the eligibility date, the employee will be automatically enrolled at 3%, unless the employee elects to not participate in the Plan. A participant can authorize contributions of salary to the Plan of not less than 1 percent and not more than 25 percent of earnings (subject to Internal Revenue Code (IRC) limitations). Participants' earnings are generally defined as total compensation for services rendered to the Employer. Participants may elect to suspend their contributions at any time. Eligible employees will not share in any Employer contributions for any period in which they voluntarily suspend their contributions or do not participate in the Plan. Active participation can be elected again on the next regular enrollment date.

Contributions

The amount of Employer contributions is determined annually by the Employer on a discretionary basis. Such contributions are computed as a matching percentage of each Participant's contribution within specified limits. The Company matched 50% of Participant contributions up to the first 6%, for the year ended December 31, 2007.

Plan Investments

Fidelity Management Trust Company (the Trustee) is the trustee for the Plan. Participants may direct their contributions and the employer matching contribution to any combination of the following investment options which includes the following investment funds (the Trust) available to Participants:

Retirement Government Money Market Portfolio Assets included in this fund are invested in U.S. government securities and repurchase agreements for those securities. The goal of this fund is to preserve a level of current income as is consistent with the security of principal and liquidity.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

Fidelity Magellan Fund Assets included in this fund are primarily invested in common stock and securities of domestic and foreign issuers with the intention of seeking capital appreciation.

Fidelity Managed Income Portfolio Assets included in this fund are primarily invested in investment contracts issued by insurance companies and other financial institutions, and in fixed income securities. The goal of this fund is to preserve a principal investment while earning interest income.

Fidelity Growth and Income Portfolio Assets included in this fund are normally invested in common stock with a focus on those that pay current dividends and show potential for capital appreciation. The goal of this fund is to provide high total return through a combination of current income and capital appreciation. This fund was eliminated October 1, 2007.

Allianz NFJ Dividend Value Fund Administrative Class This fund invests most of its assets in equity securities that pay or are expected to pay dividends. The goal of this fund is to provide current income and provide long-term growth. This fund was added October 1, 2007.

Vanguard 500 Index Fund Investor Shares This fund invests in all 500 stocks in the S&P 500 Index. This fund seeks to match the performance and risk of the S&P 500 Index. This fund was added October 1, 2007.

Baron Asset Fund This fund invests in small and mid-cap companies before the growth prospects and assets of these companies have been properly valued by other investors. The goal of this fund is to provide long-term capital appreciation. This fund was added October 1, 2007.

Fidelity Diversified International Fund The fund primarily invests in common stock of foreign securities. Foreign investments involve greater risk and may offer greater potential returns than U.S. investments. The goal of this fund is to provide capital growth.

Fidelity Asset Manager 50% Fund Assets included in this fund are invested in all basic types of U.S. and foreign investments including, but not limited to: stocks, bonds, and short-term and money market instruments. The goal of this fund is to provide high total return with reduced risk over the long term. This fund was eliminated on October 1, 2007.

Fidelity Small Cap Independence Fund The fund normally invests at least 80% of total assets in securities of companies with small market capitalizations. The fund may invest in securities of domestic and foreign issuers. The goal of the fund is to provide capital appreciation.

PIMCO Total Return Fund Administrative Class The fund invests in all types of bonds, including U.S. government, corporate, mortgage and foreign. While the fund maintains an average portfolio duration of three to six years, investments may also include short-and long-maturity bonds. The goal of this fund is to provide high total return that exceeds general bond market indices.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

AptarGroup, Inc. Stock Fund Assets included in this fund are invested in the common stock of the Employer or its affiliate. Performance of this fund is directly tied to the performance of the Company as well as to that of the stock market as a whole. The goal of the fund is to increase the value of the investment over the long term by investing in the stock of the Employer or its affiliate.

Fidelity Freedom Income Fund The fund primarily invests in short-term mutual funds (40%), in investment grade fixed income funds (35%), in domestic equity funds (20%) and in high yield fixed income funds (5%). The goal of the fund is to provide high current income and, as a secondary objective, some capital appreciation for those already in retirement.

Fidelity Freedom 2000 Fund The fund primarily invests in Fidelity short-term mutual funds (38%), in domestic equity funds (25%), in investment grade fixed income funds (31%), in high yield fixed income funds (5%), and in international equity funds (1%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2005 Fund The fund primarily invests in domestic equity funds (39%), in investment grade fixed income funds (34%), in Fidelity short-term mutual funds (12%), in international equity funds (9%) and in high yield fixed income funds (5%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2010 Fund The fund primarily invests in domestic equity funds (40%), in investment grade fixed income funds (35%), in Fidelity short-term mutual funds (10%), in international equity funds (10%) and in high yield fixed income funds (5%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2015 Fund The fund primarily invests in domestic equity funds (45%), in investment grade fixed income funds (32%), in international equity funds (11%), in high yield fixed income funds (6%) and in Fidelity short-term mutual funds (3%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2020 Fund The fund primarily invests in domestic equity funds (59%), in investment grade fixed income funds (23%), in international equity funds (10%) and in high yield fixed income funds (8%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

Fidelity Freedom 2025 Fund The fund primarily invests in domestic equity funds (57%), in investment grade fixed income funds (14%), in international equity funds (22%) and in high yield fixed income funds (8%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2030 Fund The fund primarily invests in domestic equity funds (65%), in international equity funds (16%), in investment grade fixed income funds (11%) and in high yield fixed income funds (8%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2035 Fund The fund primarily invests in domestic equity funds (66%), in international equity funds (17%), in investment grade fixed income funds (10%) and in high yield fixed income funds (8%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2040 Fund The fund primarily invests in domestic equity funds (68%), in international equity funds (17%), in high yield fixed income funds (10%) and in investment grade fixed income funds (5%). The goal of the fund is to provide high total return until its target retirement date. Thereafter the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2045 Fund The fund primarily invests in domestic equity funds (68%), in international equity funds (18%), in high yield fixed income funds (10%), and in investment grade fixed income funds (4%). The goal of the fund is to provide high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Fidelity Freedom 2050 Fund The fund primarily invests in domestic equity funds (70%), in international equity funds (20%), and in high yield fixed income funds (10%). The goal of the fund is to provide high total return until its target retirement date. Thereafter, the fund's objective will be to seek high current income and, as a secondary objective, capital appreciation.

Participant Accounts

A Participant may elect to transfer certain portions of his or her account in the Plan from one fund to another up to twelve times per year subject to certain restrictions between the Retirement Government Money Market Fund and Managed Income Fund. Each participant's account is credited with contributions and an allocation of plan earnings, and reduced for benefit payments and certain administrative expenses. Plan earnings are determined and credited to each participant's account on a daily basis in accordance with the proportion of a participant's account to all accounts.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

Vesting

Each Participant is fully vested in his or her contributions and related earnings at all times. Vesting of the Employer contribution account occurs at the rate of 20 percent per year of service on a cumulative basis for each year of service with a participating Employer. Participants may elect to receive vested benefits in the form of a lump-sum distribution, installment payments (for account portion attributable to Pittway Blue Chip Plan), or a combination of these forms, (for account portion attributable to Pittway Blue Chip Plan), or a direct transfer to an eligible retirement plan. While employed, in the event of hardship, participants may withdraw a portion of their vested account balances as defined by the Plan. Upon withdrawal from the Plan, the Participant will receive the amount of his or her contributions plus the vested portion of his or her Employer contributions. When a Participant terminates employment for any reason other than retirement after age 65, death or disability, the nonvested amounts of the Employer contributions will be forfeited and used to reduce administrative expenses of the Plan and then used to reduce future contributions of the Employer. The amount of such forfeitures available to reduce future contributions of the Employer was \$48,553 and \$64,728 as of December 31, 2007 and 2006, respectively.

Nonvested amounts for Participants who terminate employment for any reason other than retirement after age 65, death or disability, will be reinstated if reemployment by the Employer occurs prior to incurring five consecutive one year breaks in service as defined by the Plan agreement.

Participant Loans

The Plan provides that a Participant may, for specified reasons, borrow from the Plan an amount not to exceed the lesser of 50 percent of the Participant's vested account balance or \$50,000. Each Participant loan is evidenced by a note and is considered an investment to that Participant's respective account. Each Participant note carries an interest rate equal to the prime rate plus one percent (loans opened during the year ended December 31, 2006 had interest rates on outstanding notes ranging from 8.25% to 9.25%) charged by the Trustee on the date of the loan, and repayment occurs through payroll withholding over a period not to exceed 60 months.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan have been prepared on the accrual basis of accounting.

Valuation of Investments

The Plan's investments are stated at fair value. Investments in mutual funds and common stock are stated at current market prices in actively traded markets. Participant loans are valued at cost, which approximates fair market value. The fair value of the Fidelity Managed Income Portfolio is determined by the Trustee. This common trust fund invests in short-term and long-term conventional and synthetic investment contracts issued by insurance companies and other institutions that meet the high credit quality standards established by the Trustee. The investment contracts are recorded at contract value (which represents contributions received, plus interest, less plan withdrawals), which approximates fair value at December 31, 2007 and 2006.

While Plan investments are presented at fair value in the statement of net assets available for benefits, any material difference between the fair value of the Plan's direct and indirect interests in fully benefit-responsive investment contracts and their contract value is presented as an adjustment line in the statement of net assets available for benefits, because contract value is the relevant measurement attribute for that portion of the Plan's net assets available for benefits. Contract value represents contributions made to a contract, plus earnings, less participant withdrawals and administrative expenses. Participants in fully benefit-responsive contracts may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The Plan holds an indirect interest in such contracts through its investment in the common trust fund.

Effect of Newly Issued But Not Yet Effective Accounting Standards

In September 2006, the FASB issued Statement No. 157, *Fair Value Measurements*. This Statement defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. This Statement establishes a fair value hierarchy about the assumptions used to measure fair value and clarifies assumptions about risk and the effect of a restriction on the sale or use of an asset. The standard is effective for fiscal years beginning after November 15, 2007. In February 2008, the FASB issued Staff Position (FSP) 157-2, *Effective Date of FASB Statement No. 157*. This FSP delays the effective date of FAS 157 for all nonfinancial assets and nonfinancial liabilities, except those that are recognized or disclosed at fair value on a recurring basis (at least annually) to fiscal years beginning after November 15, 2008, and interim periods within those fiscal years. The impact of adoption of FASB Statement No. 157 on the Plan's net assets available for benefits and changes in net assets available for benefit is not anticipated to be material.

In February 2007, the FASB issued Statement No. 159, *The Fair Value Option for Financial Assets and Financial Liabilities*. The standard provides reporting entities with an option to report selected financial assets and liabilities at fair value and establishes presentation and disclosure requirements designed to facilitate comparisons between reporting entities that choose different measurement attributes for similar types of assets and liabilities. The new standard is effective for the Plan on January 1, 2008. The Plan did not elect the fair value option for any financial assets or financial liabilities as of January 1, 2008.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

Contributions

Employer and employee contributions are invested directly in appropriate funds based upon employee elections made at the date of enrollment or through authorized changes in elections.

Plan Transfers

Participant contributions included in the Statement of Changes in Net Assets in the amount of \$376,400 were transferred to the Plan as a result of the employee rollover provision of the Plan during 2007.

Payment of Benefits

Benefits are recorded when paid.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of net assets and changes thereto. Actual amounts could differ from those estimates.

Security Transactions and Investment Income

Purchases and sales of securities, including related gains and losses, are recorded as of the trade date. Unsettled security investments represent transactions entered into prior to the end of the accounting period for which cash settlement is made in a subsequent period. Interest income is recorded when earned. Dividend income is recorded on the ex-dividend date. In accordance with the policy of stating investments at current value, net appreciation or depreciation is reflected in the Statement of Changes in Net Assets Available for Benefits. This net appreciation or depreciation consists of realized and unrealized gains and losses. Realized losses and gains are calculated as the difference between proceeds from a sales transaction and cost determined on an average basis. Unrealized losses and gains are calculated as the change in the fair value between the beginning of the year (or purchase date if later) and the end of the year.

Trustee and Administrative Expenses

Expenses incurred in the administration of the Plan and Marquette Investment Manager fees are paid by the Plan through Plan forfeitures, except for loan service fees, which are paid by the Participants. Certain other costs of plan administration were paid by the Company.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

NOTE 3 PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering services to the Plan, the Company, and certain others. Party-in-interest transactions included investments in the AptarGroup Stock Fund. At December 31, 2007 and 2006, the Plan had \$16,825,534 and \$11,397,212, respectively, invested in Employer Stock through a unitized investment fund managed by the Trustee. The Plan held 411,282 and 193,042 shares of Employer stock as of December 31, 2007 and 2006, respectively. Dividends were paid on these shares in the amount of \$208,684 during the year ended December 31, 2007. These transactions also qualify as party-in-interest transactions.

Additionally, certain Plan investments are shares of mutual funds managed by the Trustee and participant loans, therefore, these transactions qualify as party-in-interest. Fees paid by the Plan to the Trustee for loan services amounted to \$19,963 for the year ended December 31, 2007. Fees paid by the Plan through Plan forfeitures to the Trustee and Marquette Investment Manager for trustee and investment management fees amounted to \$11,350 and \$21,500, respectively, for the year ended December 31, 2007. These transactions are not prohibited transactions as defined under the Employee Retirement Income Security Act of 1974 (ERISA).

NOTE 4 FEDERAL INCOME TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated April 4, 2002 that the Plan is designed in accordance with applicable sections of the IRC. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and continues to be operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan s financial statements.

NOTE 5 RISKS AND UNCERTAINTIES

Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect Participants account balances and the amounts reported in the Statements of Net Assets Available for Benefits and the Statement of Changes in Net Assets Available for Benefits.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006

NOTE 6 AMENDMENT AND TERMINATION OF PLAN

The Plan may be amended at any time by the Company. However, no amendment may adversely affect the current rights of the Participants in the Plan with respect to contributions made prior to the date of the amendment. Although it has not expressed any intent to do so, the Company reserves the right to discontinue Employer contributions or to terminate its participation in the Plan at any time. In the event of a partial or complete termination of the Plan, all Participants with respect to whom the Plan is being terminated shall be fully vested in their accounts as of the date of the termination of the Plan. If a Participant remains an employee of the Company or its affiliates following the termination of the Plan, his benefits shall remain in the Trust until his severance from service and then shall be paid to him in accordance with the provisions of the Plan.

The Plan is subject to the provisions of ERISA applicable to defined contribution plans. Since the Plan provides for an individual account for each Participant and for benefits based solely on the amount contributed to the Participant's account and any income, expenses, gains and losses attributed thereto, its benefits are not insured by the Pension Benefit Guaranty Corporation pursuant to Title IV of ERISA.

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
 NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2007 AND 2006
NOTE 7 INVESTMENTS

The fair values of individual investments that represent 5% or more of the Plan's net assets are as follows:

	December 31,	
	2007	2006
Money Market Fund		
Fidelity Retirement Government Money Market Portfolio	\$ 12,043,149	\$ 10,534,139
Common Stock Fund		
AptarGroup, Inc. Common Stock	16,825,534	11,397,212
Mutual Funds		
Fidelity Magellan Fund	25,204,289	22,771,233
Fidelity Growth and Income Portfolio		15,119,196
Fidelity Diversified International Fund	11,635,488	9,640,198
Allianz NFJ Dividend Fund	13,762,561	
Common Trust Fund		
Fidelity Managed Income Portfolio(1)	4,917,871	5,325,135

(1) The 2007 balance is less than 5% of the total net assets but is disclosed for comparative purposes as the 2006 balance was greater than 5% of total net assets.

During 2007, the Plan's investments (bought, sold and held during the year) depreciated in value by \$4,795,188. Mutual funds accounted for \$116,627 of the depreciation and AptarGroup, Inc. common stock accounted for \$4,911,815 of the appreciation, respectively.

SUPPLEMENTAL SCHEDULE

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APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
 SCHEDULE H, LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AT DECEMBER 31, 2007

Name of plan sponsor: AptarGroup, Inc.

Employer identification number: 36-3853103

Three-digit plan number: 002

Issuer	Identity of Issue	Description of Investment	Cost**	Fair Value
Common Stock				
* AptarGroup, Inc.	Common Stock Fund	Common Stock Fund		\$ 16,825,534
Mutual Funds				
* Fidelity	Magellan Fund	Mutual Fund		25,204,289
* Fidelity	Baron Asset Fund	Mutual Fund		298,925
* Fidelity	Diversified International Fund	Mutual Fund		11,635,488
* Allianz	NFJ Dividend Fund	Mutual Fund		13,762,561
* Fidelity	Administrative Class	Mutual Fund		4,354,974
* PIMCO	Small Cap Independence Fund	Mutual Fund		1,432,872
* Fidelity	Total Return Fund	Mutual Fund		304,305
* Fidelity	Administrative Class	Mutual Fund		832,065
* Fidelity	Vanguard 500 Index	Mutual Fund		13,874
* Fidelity	Freedom Income Fund	Mutual Fund		2,327,973
* Fidelity	Freedom 2000 Fund	Mutual Fund		2,105,932
* Fidelity	Freedom 2010 Fund	Mutual Fund		905,243
* Fidelity	Freedom 2020 Fund	Mutual Fund		751,329
* Fidelity	Freedom 2030 Fund	Mutual Fund		

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	Freedom 2040 Fund		
* Fidelity	Freedom 2005 Fund	Mutual Fund	80,064
* Fidelity	Freedom 2015 Fund	Mutual Fund	2,082,124
* Fidelity	Freedom 2025 Fund	Mutual Fund	1,216,955
* Fidelity	Freedom 2035 Fund	Mutual Fund	694,113
* Fidelity	Freedom 2045 Fund	Mutual Fund	17,548
* Fidelity	Freedom 2050 Fund	Mutual Fund	27,914

APTARGROUP, INC.
PROFIT SHARING AND SAVINGS PLAN
 SCHEDULE H, LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AT DECEMBER 31, 2007

Name of plan sponsor: AptarGroup, Inc.

Employer identification number: 36-3853103

Three-digit plan number: 002

Issuer	Identity of Issue	Description of Investment	Cost**	Fair Value
Money Market Funds				
	Retirement			
* Fidelity	Government			
	Money Market	Money Market		\$ 12,043,149
	Portfolio	Fund		
	Common Stock	Money Market		1,110
* AptarGroup, Inc.	Fund	Fund		
Common Trust Funds				
	Managed Income	Common Trust		4,917,871
* Fidelity	Portfolio	Fund		
Other Investments				
	Participant Loans	Range of interest rates		2,486,500
* Plan participants	5.00-9.25%			
				\$ 104,322,712

* Party-in-interest

** Investments are participant-directed. Cost is not required to be presented.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, AptarGroup, Inc., as plan administrator, has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

AptarGroup, Inc. Profit Sharing and Savings Plan

By: AptarGroup, Inc., as Plan Administrator

By: /s/ Lawrence Lowrimore

Lawrence Lowrimore
Vice President-Human Resources

June 27, 2008

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INDEX OF EXHIBITS

Exhibit Number	Description
23.1*	Consent of Independent Registered Public Accounting Firm.

* Filed herewith.