

BOUTAN FRANCOIS
Form 4/A
March 02, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOUTAN FRANCOIS

(Last) (First) (Middle)

C/O APTARGROUP, INC., 475
WEST TERRA COTTA AVE.,
SUITE E

(Street)

CRYSTAL LAKE, IL 60014

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
APTARGROUP INC [ATR]

3. Date of Earliest Transaction
(Month/Day/Year)
02/24/2006

4. If Amendment, Date Original Filed(Month/Day/Year)
02/27/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 02/24/2006 | | S | 538 D \$ 53.76 | 10,823 | D | |
| Common Stock | 02/24/2006 | | S | 100 D \$ 53.73 | 10,723 | D | |
| Common Stock | 02/24/2006 | | S | 300 D \$ 53.72 | 10,423 | D | |
| Common Stock | 02/24/2006 | | S | 600 D \$ 53.71 | 9,823 | D | |
| Common Stock | 02/24/2006 | | S | 200 D \$ 53.7 | 9,623 | D | |

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| | | | | | | | |
|--------------|------------|---|--------------------|---|----------|-------|---|
| Common Stock | 02/24/2006 | S | 300 | D | \$ 53.69 | 9,323 | D |
| Common Stock | 02/24/2006 | S | 800 | D | \$ 53.68 | 8,523 | D |
| Common Stock | 02/24/2006 | S | 700 | D | \$ 53.67 | 7,823 | D |
| Common Stock | 02/24/2006 | S | 900 | D | \$ 53.66 | 6,923 | D |
| Common Stock | 02/24/2006 | S | 1,400 | D | \$ 53.65 | 5,523 | D |
| Common Stock | 02/24/2006 | S | 900 | D | \$ 53.63 | 4,623 | D |
| Common Stock | 02/24/2006 | S | 100 | D | \$ 53.63 | 4,523 | D |
| Common Stock | 02/24/2006 | S | 100 | D | \$ 53.61 | 4,423 | D |
| Common Stock | 02/24/2006 | S | 700 ⁽¹⁾ | D | \$ 53.6 | 3,723 | D |
| Common Stock | 02/24/2006 | S | 300 | D | \$ 53.59 | 3,423 | D |
| Common Stock | 02/24/2006 | S | 800 | D | \$ 53.58 | 2,623 | D |
| Common Stock | 02/24/2006 | S | 300 | D | \$ 53.57 | 2,323 | D |
| Common Stock | 02/24/2006 | S | 400 | D | \$ 53.56 | 1,923 | D |
| Common Stock | 02/24/2006 | S | 100 | D | \$ 53.55 | 1,823 | D |
| Common Stock | 02/24/2006 | S | 400 | D | \$ 53.54 | 1,423 | D |
| Common Stock | 02/24/2006 | S | 200 | D | \$ 53.53 | 1,223 | D |
| Common Stock | 02/24/2006 | S | 100 | D | \$ 53.5 | 1,123 | D |
| Common Stock | 02/24/2006 | S | 900 | D | \$ 53.49 | 223 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BOUTAN FRANCOIS
C/O APTARGROUP, INC.
475 WEST TERRA COTTA AVE., SUITE E
CRYSTAL LAKE, IL 60014

Executive Officer

Signatures

Francois Boutan by Ralph Poltermann as attorney-in-fact

03/02/2006

__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) Quantity changed to 700 from 900 previously reported.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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