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Frank W. Hogan, III
Vice President, General Counsel
and Secretary

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Suite 400
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Telephone: (203) 975-7110
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August 7, 2002

VIA HAND DELIVERY

RECEIVED
OFFICE OF THE SECRETARY

AUG 7 2002

Mr. Jonathan Katz, Esq.
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: Silgan Holdings Inc. (Commission File No. 000-22117)

Dear Mr. Katz:

Pursuant to the Order of the Securities and Exchange Commission requiring the filing of sworn statements pursuant to Section 21(a) of the Securities Exchange Act of 1934 (File No. 4-460), enclosed are the sworn statements of both of our Principal Executive Officers (both our Chairman of the Board and Co-Chief Executive Officer and our President and Co-Chief Executive Officer) and our Principal Financial Officer (our Executive Vice President and Chief Financial Officer).

Please acknowledge receipt of this letter and the sworn statements by date stamping the enclosed copy of this letter and returning it to the messenger who has been instructed to wait.

If you have any questions with regard to this matter, please call me (203) 975-7110.

Very truly yours,

Frank W. Hogan, III
Frank W. Hogan, III

Enclosures

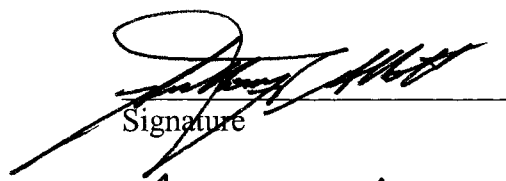
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OMB Number: 3235-0569
Expires: January 31, 2003

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

I, Anthony J. Allott, Executive Vice President and Chief Financial Officer of Silgan Holdings Inc. (the "Company"), state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Silgan Holdings Inc. and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 (Commission File Number 000-22117) of Silgan Holdings Inc.;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Silgan Holdings Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendment to any of the foregoing.


Signature

ANTHONY J. ALLOTT
Name

August 7, 2002
Date

Subscribed and sworn to
before me this 7th day of
August, 2002.

/s/ Eileen M. Sullivan
Notary Public

My Commission Expires:

11/30/06

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OFFICE OF THE CLERK
NOTARY

AUG 7 2002