## Edgar Filing: GREIF INC - Form 4

Form 4											
December 20, 20	)13										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549								N OMB Number:	3235-0287 January 31,		
Check this bo if no longer subject to Section 16. Form 4 or		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligations may continue <i>See</i> Instructio 1(b).	Section 17(				. 0.5						
(Print or Type Resp	onses)										
1. Name and Address of Reporting Person <u>*</u> AVRIL VICKI L			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			GREIF	INC [GE	EF,GEF.F	3]	(Check all applicable)				
(Last) (First) (Middle) 425 WINTER ROAD			3. Date of Earliest Transaction (Month/Day/Year) 12/19/2013				X_ Director 10% Owner Officer (give title Other (specify below) below)				
	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
DELAWARE, O	OH 43015						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	ransaction Date nth/Day/Year)		Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D)	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 Indirect Beneficial Ownership (Instr. 4)		
Pamindar: Paport o	n a concreto line	for each cl	nes of sec								
Reminder: Report o	n a separate illi				Perso inforr requi	ons who re nation con red to resp ays a curre	spond to the collection tained in this form ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)		

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and Expiration	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

			- 3 3							
	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)					
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Phantom Stock Units (Cash Only Rights)	\$ 0 <u>(1)</u>	12/19/2013		A	14.78		08/08/1988 <u>(2)</u>	08/08/1988 <u>(2)</u>	Class A Common Stock	14.7
Repor	rting Ov	vners								
Reporting Owner Name / Address		Address	Relationsh	iips						
		Director	10% Owner	Officer O	ther					
	'ICKI L TER ROAD ARE, OH 430	X 15								
Signa	tures									
Vicki L. Z Commissi	• •	R. Martz pursuar	nt to a POA t	filed with th	ne		12/20/2	013		

\*\*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) Each phantom stock unit is the economic equivalent of one share of Class A Common Stock of Greif, Inc.
- (2) The phantom shares are to be settled in cash upon the Reporting Person's termination from the Board due to her retirement, death or other reason.

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.