

GREIF INC

Form 4

January 06, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Diener Shannon J

(Last) (First) (Middle)

C/O BAKER & HOSTELLER
LLP., 65 EAST STATE STREET,
SUITE 2100

(Street)

COLUMBUS, OH 43215

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
GREIF INC [GEF, GEF.B]

3. Date of Earliest Transaction
(Month/Day/Year)
12/29/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

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 Indirect Beneficial Ownership (Instr. 4)
Class B Common Stock	12/29/2011		J ⁽¹⁾	2,150,360	D \$ 0 1,016,154	I	See Footnote (2)
Class A Common Stock	12/29/2011		J ⁽¹⁾	938	D \$ 0 7,287	I	See Footnote (2)
Class B Common Stock	12/05/2014		J ⁽³⁾	2,150,360	A \$ 0 3,166,514	I	See Footnote (2)
Class A	12/05/2014		J ⁽³⁾	938	A \$ 0 8,225	I	See

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Common Stock									Footnote (2)
Class B Common Stock	12/05/2014	J ⁽⁴⁾	42,372	A	\$ 0	42,372	I		See Footnote (4)

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

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(9-02)

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 Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Diener Shannon J
C/O BAKER & HOSTELLER LLP,
65 EAST STATE STREET, SUITE 2100
COLUMBUS, OH 43215

X

Signatures

/s/ Shannon J.
Diener 01/06/2015

**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) The shares related to the reported transaction are owned by family trusts. The reporting person was a trustee of these trusts until December 29, 2011, when a successor trustee was appointed to succeed the reporting person.
- (2) As trustee of family trusts.
- (3) The shares related to the reported transaction are owned by family trusts. On December 5, 2014, the reporting person was appointed as successor trustee of these trusts.
- (4) The shares related to the reported transaction were acquired by reporting person as custodian for the benefit of a minor. The acquired shares were received in connection with a distribution from a charitable lead annuity trust created by a family member of such minor.

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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