AVRIL VICKI L Form 4 August 02, 2010

### FORM 4

#### **OMB APPROVAL**

**OMB** 

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

2005 Estimated average burden hours per response... 0.5

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading AVRIL VICKI L Issuer Symbol GREIF INC [GEF,GEF.B] (Check all applicable)

(First) (Middle) (Last) 3. Date of Earliest Transaction

(Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title 07/29/2010 below)

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

(Zip)

2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

(Instr. 4)

6. Individual or Joint/Group Filing(Check

Person

DELAWARE, OH 43015

(State)

(City)

1.Title of

Security

(Instr. 3)

**425 WINTER ROAD** 

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Securities Form: Direct Indirect Code Disposed of (D) Beneficially (D) or Indirect Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Ownership

> Following Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### 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 of	6. Date Exercisable and Expiration	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Phantom Stock Units (Cash Only Rights)	\$ 59.02	07/29/2010	A	10.59	08/08/1988(1)	08/08/1988(1)	Class A Common Stock	10.
Phantom Stock Units (Cash Only Rights)	\$ 59.63	08/02/2010	A	104.81	08/08/1988 <u>(1)</u>	08/08/1988(1)	Class A Common Stock	104

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
· <b>r</b>	Director	10% Owner	Officer	Other		
AVRIL VICKI L						
425 WINTER ROAD	X					
DELAWARE, OH 43015						

# **Signatures**

Vicki L. Avril by John K. Dieker pursuant to a POA filed with the Commission.

08/02/2010

\*\*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 units are to be settled in cash upon the reporting person's retirement from the Board.

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.

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