

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HOOK JUDITH D</u> (Last) (First) (Middle) <u>425 WINTER ROAD</u> (Street) <u>DELAWARE OH 43015</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GREIF INC [GEF,GEF.B]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/04/2011</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/28/2011		A		1,393 ⁽⁸⁾	A	\$64.59	20,984 ⁽¹⁾	D	
Class B Common Stock	01/04/2011		G		13,930	D	\$0.00 ⁽²⁾	0 ⁽³⁾	I	See footnote. ⁽³⁾
Class B Common Stock	01/04/2011		G		13,930	A	\$0.00 ⁽²⁾	2,904,513	D	
Class B Common Stock	01/04/2011		G		2,772	D	\$0.00 ⁽⁴⁾	2,901,741	D	
Class A Common Stock								938	I	See footnote. ⁽⁵⁾
Class B Common Stock								23,334 ⁽⁶⁾	I	See footnote. ⁽⁶⁾
Class B Common Stock								211,860	I	See footnote. ⁽⁷⁾
Class B Common Stock								2,127,026	I	See footnote. ⁽⁵⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

Explanation of Responses:

- 5,274 shares are subject to restriction on transfer.
- Disposition between grantor retained annuity trusts, of which Judith D. Hook is the trustee, and the Judith D. Hook trust.
- See footnote #6 for securities owned indirectly by Judith D. Hook
- Gift to adult son of Judith D. Hook. Ms. Hook disclaims ownership of shares owned by her adult son.
- By trust of which the Reporting Person is a co-trustee.
- The Reporting Person is trustee of a family trust.
- The reporting person is trustee of a charitable lead annuity trust.
- The shares are subject to restriction until the earlier of February 28, 2014 or the reporting person's retirement from the Board.

Judith D. Hook by John K. Dieker pursuant to a POA filed 03/01/2011 with the Commission.

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

