SEC Form 4

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

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

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1. Name ar		2. Issuer Name and Ticker or Trading Symbol GREIF INC [GEF,GEF,B]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)									
<u>GUNSETT DANIEL J</u>															C Directo	r		10% Ov	vner	
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 08/29/2006									Officer below)	(give title		Other (s below)	specify	
425 WINTER ROAD							0, 20, 2000													
							4. If Amondmont, Date of Original Filed (Month/Day/Maar)									. Individual or Joint/Group Filing (Check Applicable				
(Straat)							4. If Amendment, Date of Original Filed (Month/Day/Year)									ne)				
(Street) DELAWARE OH 43015														2	X Form filed by One Reporting Person					
DELAWARE ON 43015															Form filed by More than One Reporting					
(City)	(City) (State) (Zip)														Person					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3) 2. Transac										3.		4. Securities Acquired (A)			5. Amour				7. Nature of	
Date (Month/E									te, Transaction Code (Instr.					r. 3, 4 and	Securitie Beneficia	lly (D) or		Indirect	Indirect Beneficial	
`							(Month/Day/Year)		'ear)	8)	B)				Owned F Reported		lowing (I) (Ins		Ownership (Instr. 4)	
										Code	v	Amount (A) or (D)		Price	Transaction(s) (Instr. 3 and 4)			I	(
															. ,					
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
1. Title of 2. 3. Transaction 3A. Deemed 4.					4.	5. Number			6. Date Exercisable and 7. Title and			d	8. Price of	9. Number	r of	10.	11. Nature			
Derivative	Conversion or Exercise	Date	Execution E	Date, 1	Transa		of		Expiration Date (Month/Day/Year)		io una	Amount o	f	Derivative	derivative Securities		Ownership Form:			
(Instr. 3)	Price of	(Month/Day/Year)	(Month/Day		Code (Inst 8)		Securities		(Month/Day/rear)			Underly		g	(Instr. 5)	Beneficially		Direct (D)	Ownership	
	Derivative Security					Acquired (A) or Disposed of (D)					Derivative S (Instr. 3 and		e Security nd 4)		Owned Following		or Indirect (I) (Instr. 4)	(Instr. 4)		
															Reported Transaction(s)		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
							(Instr. 3, 4 and 5)									(Instr. 4)	011(3)			
			H			anu s	" 	<u> </u>												
														Amount or						
									Date	•	_E	piration		Number						
					Code	v	(A)	(D)		rcisable		ate	Title	Shares						
Phantom																				
Stock Units	\$72.56	08/20/2006					15.5			8/1988 ⁽¹⁾		/08/1988 ⁽¹⁾	Class A	15.5	\$72.56	12 625	-0	D		
(Cash Only	\$72.30	08/29/2006			A		15.5		08/0	0/1988	/ U8	/00/1988(*)	Common Stock	15.5	\$72.30	13,625.	30	D		

Explanation of Responses:

Rights)

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

Daniel J. Gunsett by John K.

Dieker pursuant to a POA filed 08/30/2006 with the Commission.

Date

** Signature of Reporting Person

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.