FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1	OMB APPROVAL										
	OMB Number:	3235-0287									
	Estimated average burden										
	hours per response:	0.5									

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

1. Name and Address of Reporting Person*  GUNSETT DANIEL J						2. Issuer Name and Ticker or Trading Symbol GREIF INC [ GEF,GEF.B ]							Relationship of eck all applic	able)	Reporting Person(s) to Issuer ble) 10% Owner			
(Last) (First) (Middle) 425 WINTER ROAD					3. Date of Earliest Transaction (Month/Day/Year) 01/12/2005								Officer below)	(give title		Other (s below)	specify	
(Street) DELAWARE OH 43015  (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)								ndividual or Joint/Group Filing (Check Applicable e) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
1. Title of Security (Instr. 3) 2. Tran				2. Transa	action 2A. Deemed Execution Date,			te, 3.	Transaction Disposed Of (D) (Instr. 5)			d (A) or	5. Amour Securities Beneficia Owned Fe	. Amount of ecurities eneficially wned Following		Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	Reported Transaction(s) Instr. 3 and 4)			(Instr. 4)	
	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/Yet)			3A. Deemed Execution Da if any (Month/Day/Y	Co	nsaction de (Instr.	of E		Expiration	6. Date Exercisable Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	e s ully	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Co	de V	(A)	(D)	Date Exercisab		xpiration ate	Title	Amount or Number of Shares						
Phantom Stock Units (Cash Only Rights)	\$53.46	01/12/2005		A		17.54		08/08/1988	(1) 0	8/08/1988 <sup>(1)</sup>	Class A Common Stock	17.54	\$53.46	11,643.7	72	D		

## **Explanation of Responses:**

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 01/13/2005
with the Commission

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.