## 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

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

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

| Name and Address of Reporting Person*     OLDERMAN DAVID J                              |  |   |               |                 |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol GREIF INC [ GEF,GEF.B ] |  |        |   |   |                    |   |                                  |   | k all app  | ip of Reporting Person(s) to<br>plicable)<br>ctor 10%   |  | ssuer                 |                                |
|---|--|---|---------------|-----------------|--|--|--|--------|---|---|--------------------|---|----------------------------------|---|--|---|--|-----------------------|--------------------------------|
| (Last)<br>425 WIN   | (Fi  | , | Middle)       |                 |  | oate of 1  |  | t Tran | saction                                 | (Mont   | h/Day/Year)        |   |                                  |   | Offic<br>below   | cer (give title<br>ow)  |  | Other (specify below) |                                |
| (Street) DELAWA   |  |   | 13015<br>Zip) |                 | 4. If  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                   |  |        |   |   |                    |   |                                  | 6. Ind<br>Line)<br>X  | Forn   | I or Joint/Group Filing (Check Applicable<br>orm filed by One Reporting Person<br>orm filed by More than One Reporting<br>erson |  |                       |                                |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |   |               |                 |  |  |  |        |   |   |                    |   |                                  |   |  |   |  |                       |                                |
| 1. Title of Security (Instr. 3)  2. Transact Date (Month/Day                            |  |   |               | Execution Date, |  |  |  |        | Acquired (A) or (D) (Instr. 3, 4 and 5) |   | d 5)               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following |                                  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  | 7. Nature of Indirect Beneficial Ownership (Instr. 4)   |  |                       |                                |
|   |  |   |               |                 |  |  |  |        | Code                                    | v   | Amount             | (A) or<br>(D)   | Price                            |   | Transaction(s)<br>(Instr. 3 and 4)                             |   |  |                       | (111301. 4)                    |
| Class B Common Stock 01/07/20   |  |   |               | 004             | 04   |  | S  |        | 15,000                                  | D   | \$36.9             | 163   | 25                               | 5,014   |  | D   |  |                       |                                |
| Class A Common Stock  |  |   |               |                 |  |  |  |        |   |   |                    |   | 1,000                            |   |  | T I   | See<br>Footnote <sup>(1)</sup>                                     |                       |                                |
| Class B Common Stock  |  |   |               |                 |  |  |  |        |   |   |                    |   |                                  |   | 6,060  |   |  |                       | See<br>Footnote <sup>(2)</sup> |
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |               |                 |  |  |  |        |   |   |                    |   |                                  |   |  |   |  |                       |                                |
| Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any |  |   |               |                 | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |  | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |        |   | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |                    | De See (In:   | Price of rivative curity str. 5) | tive derivative<br>ty Securities                                  | Ownershi<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. 4 | Ownership   | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                       |                                |
|   |  |   |               |                 | Code   | v  | (A)  | (D)    | Date<br>Exerc                           | isable  | Expiration<br>Date | Title   | of<br>Shares                     |   |  |   |  |                       |                                |

## **Explanation of Responses:**

- $1. \ These \ shares \ are \ owned \ by \ the \ reporting \ person's \ self-directed \ profit \ sharing \ plan.$
- 2. 800 shares are owned by the reporting persons spouse; 2,260 shares are owned by the reporting persons self directed profit sharing plan; 1000 shares by the Jean Olderman Trust; 1000 shares by the Jill Olderman Trust and 1000 shares by the David Olderman Trust.

<u>David J. Olderman by John K.</u> <u>Dieker pursuant to a POA filed</u> <u>01/08/2004</u> <u>with the Commission</u>

\*\* 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.