
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 1, 2017 (February 23, 2017)



GREIF, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-00566
(Commission File Number)

31-4388903
(IRS Employer
Identification No.)

425 Winter Road, Delaware, Ohio
(Address of principal executive offices)

43015
(Zip Code)

Registrant's telephone number, including area code: (740) 549-6000

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- * Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - * Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - * Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - * Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 5 - Corporate Governance and Management

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Annual Meeting of Stockholders (the "Annual Meeting") of the Company was held on February 28, 2017. At the Annual Meeting, the holders of the Company's Class B Common Stock (the "Class B Stockholders") voted on the following proposals and cast their votes as described below.

Proposal 1

To elect as directors for one-year terms Michael J. Gasser, Peter G. Watson, Vicki L. Avril, Bruce A. Edwards, Mark A. Emkes, John F. Finn, Daniel J. Gunsett, Judith D. Hook, John W. McNamara and Patrick J. Norton, the ten persons recommended by the Nominating and Corporate Governance Committee (the "Nominating Committee"), all of whom are currently directors of the Company.

PROPOSAL 001 ELECTION OF DIRECTORS

***	FOR	WITHHELD
VICKI L. AVRIL	19,614,150	55,825
BRUCE A. EDWARDS	19,640,970	29,005
MARK A. EMKES	19,664,229	5,746
JOHN F. FINN	19,640,757	29,218
MICHAEL J. GASSER	18,311,584	1,358,391
DANIEL J. GUNSETT	18,074,424	1,595,248
JUDITH D. HOOK	19,626,334	43,641
JOHN W. MCNAMARA	19,637,349	32,626
PATRICK J. NORTON	19,663,858	6,117
PETER G. WATSON	19,664,171	5,804

Proposal 2

To consider and act upon a proposal to amend a material term of the Company's Performance-Based Incentive Compensation Plan, hereinafter referred to as the "Short Term Incentive Plan" or "STIP," and to reaffirm the material terms of the STIP as modified and described in the Company's definitive Proxy Statement for its 2017 Annual Meeting of Stockholders (the "Proxy Statement").

PROPOSAL 002 PROPOSAL TO MODIFY MATERIAL TERM OF PERFORMANCE-BASED INCENTIVE PLAN AND REAFFIRMATION OF MATERIAL TERMS OF SUCH PLAN

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
TOTAL SHARES VOTED	16,579,210	33,553	3,057,212	

Proposal 3

To consider and vote upon the following resolution concerning the compensation of the Company's named executive officers:

"Resolved, that the Class B Common Stockholders hereby approve, on an advisory basis, the compensation, as disclosed in the Compensation Discussion and Analysis section and compensation tables, as well as the other narrative executive compensation disclosures, contained in the Company's Proxy Statement, of the Company's named executive officers identified in the Proxy Statement."

This vote was advisory and therefore is not binding upon the Board. However, the Compensation Committee will take into account the outcome of the vote when considering future executive compensation arrangements.

PROPOSAL 003 ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
TOTAL SHARES VOTED	19,602,686	32,677	34,612	

Proposal 4

To consider and vote on the frequency of conducting future advisory votes concerning the approval of the compensation of the Company's named executive officers. Class B stockholders voted to have a resolution concerning approval of the compensation of the Company's named executive officers presented (a) every year, (b) every two years or (c) every three years, or to abstain from such vote if they desired. This vote was advisory and therefore is not binding upon the Board.

PROPOSAL 004 ADVISORY VOTE ON FREQUENCY OF CONDUCTING FUTURE ADVISORY VOTES ON COMPENSATION OF NAMED EXECUTIVE OFFICERS

***	1 YEAR	2 YEARS	3 YEARS	ABSTAIN
TOTAL SHARES VOTED	8,421,546	40,112	10,795,812	397,409

Section 8 - Other Events

Item 8.01. Other Events.

On February 23, 2017, Greif, Inc. issued a statement concerning its Commitment to Health, Safety and Environmental Protection, a copy of which is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Section 9 - Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Greif's statement concerning its Commitment to Health, Safety and Environmental Protection issued on February 23,2017

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GREIF, INC.

Date: March 1, 2017

/s/ Lawrence A. Hilsheimer

Lawrence A. Hilsheimer,
Executive Vice President and Chief Financial Officer



NEWS RELEASE

Greif's Commitment to Health, Safety and Environmental Protection

2/23/2017

DELAWARE, Ohio--(BUSINESS WIRE)--Greif is committed to the health and safety of our colleagues and protecting the environment in the communities where we live and work. Our aspiration is to achieve zero accidents in a zero harm environment. In 2016, we achieved our lowest medical case rate in our company's history. This follows 5 years of consecutive improvements in our safety performance. While we are not perfect, Greif and our colleagues are passionate and committed to safety and environmental compliance.

Today, an article appeared in the USA TODAY referencing safety and environmental conditions at Greif's Container Life Cycle Management (CLCM) reconditioning joint venture. This joint venture includes Mid America Steel Drum, Indy Drum and DrumCo. These articles contain inaccuracies, omissions and outdated information and do not reflect the operations at these facilities, the reality of Greif's dedication to safety and the environment, and significant improvements made at the CLCM facilities.

Improvements at our CLCM joint venture include:

- Management changes that were made in early 2016 to improve the overall safety and operational performance of CLCM.
- Investment in our colleagues with approximately 34,000 hours of safety training and approximately \$1 million of investments focused on safety improvement in 2016 alone.
- A 50% decline in CLCM's medical case rate and a 60% decline in its loss work time incidents since 2014.

In addition, various cultural and personnel improvements have been made to assist CLCM. For example, a full-time safety manager for CLCM was appointed; a commitment-based safety training program designed to improve safety awareness and accountability was implemented; and an environmental manager to facilitate and oversee continued process improvements at these CLCM facilities was appointed.

The information utilized in this article was obtained from a former employee of an independent safety auditing company. This company has been working with Greif for over ten years to improve the safety and work environment at our facilities. This company was retained in 2015 to conduct surveys of the CLCM joint venture facilities in the Milwaukee area. The information that was the basis for this article included conversations with CLCM employees recorded without their consent or knowledge.

We are committed to continuous improvement at all of Greif's operations. We will continue to partner with our various local, state and federal agencies to promote the cleanest and safest work environments for our colleagues and communities.

About Greif, Inc.

Greif is a global leader in industrial packaging products and services and is pursuing its vision: in industrial packaging, be the best performing customer service company in the world. The company produces steel, plastic,

fibre, flexible, corrugated, and reconditioned containers, intermediate bulk containers, containerboard and packaging accessories, and provides filling, packaging and industrial packaging reconditioning services for a wide range of industries. Greif also manages timber properties in the south eastern United States. The company is strategically positioned in over 45 countries to serve global as well as regional customers. Additional information is on the company's website at www.greif.com .

CONTACTS

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