

United States Senate

WASHINGTON, DC 20510

September 26, 2017

The Honorable Jay Clayton
Chairman
Securities & Exchange Commission
100F Street, NE
Washington, D.C. 20549

Dear Chairman Clayton:

I write to urge you to investigate potential violations of insider trading laws and shareholder disclosure regulations by executives at Greif Incorporated. According to a whistleblower, two executives sold stock shortly after a reporter contacted the company to inquire about alleged safety violations in December 2016. In addition, a whistleblower alleges that the company has not made any disclosures to investors about the multiple federal investigations into the company's safety and environmental practices. Both of these allegations would be violations of federal securities laws and regulations and deserve your immediate attention.

According to a whistleblower, Greif's management was made aware of the whistleblower allegations and the newspaper's imminent investigative reporting piece between December 6 and December 19, 2016. According to public filings with the Securities and Exchange Commission, on December 20, 2016, Michael Gasser, chairman of the board at Greif Inc., sold 20,000 shares in the company, worth approximately \$1.1 million. This sale constituted 10 percent of Mr. Gasser's holdings in the company. The next day, on December 21, 2016, board member Daniel Gunsett sold 3,833 shares of Greif stock, worth approximately \$206,000. This sale constituted 15 percent of Mr. Gunsett's total holdings in Greif stock. Neither executive had sold stock in the company in over two years prior to the December 2016 sales.

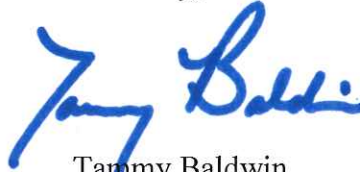
The SEC should also investigate allegations that the company failed to disclose potential liability for environmental and workplace safety violations to its investors. The whistleblower suggests that the company directly misleads investors by intentionally underfunding its environmental financial reserves while it continues to commit what the whistleblower alleges are serious violations of environmental laws. Failure to disclose the liability to the company of fines and penalties for known workplace safety and environmental violations would appear to violate Rule 10b-5 of the Securities Exchange Act.

Since February, I have repeatedly requested that federal agencies investigate Greif-owned sites in Milwaukee, St. Francis, and Oak Creek, Wisconsin in response to whistleblower concerns and media reports that describe serious health and safety risks and potential violation of federal law. In response, state and federal investigations have been launched, the company has been penalized for various violations, and the Department of Transportation recently expanded its

investigation to multiple facilities across the country. As the scope has widened a picture has emerged of a company that views regulations as unnecessary limits on profits.

If you have further questions about this matter, please contact my office.

Sincerely,

A handwritten signature in blue ink, appearing to read "Tammy Baldwin". The signature is written in a cursive, flowing style.

Tammy Baldwin
United States Senator