## Edgar Filing: GREENHILL & CO INC - Form 4

GREENHILI	& CO INC												
Form 4													
April 02, 200	9												
FORM	Λ									OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287				
Check this box				U	ĺ					Expires:	January 31,		
if no long subject to	if no longer subject to STATEMENT OF CH					ENEFI	CIAI	LOW	NERSHIP OF	·	2005		
Section 16									Estimated average burden hours per				
Form 4 or									response	•			
Form 5	Filed p	oursuant to	Section 16	5(a) of	the	Securiti	es Ex	chang	ge Act of 1934,				
obligation may conti		7(a) of the	Public Ut	ility Ho	oldi	ng Com	pany	Act o	f 1935 or Sectio	n			
See Instru		30(h)	of the Inv	vestme	nt C	Company	Act	of 19	40				
1(b).													
(Print or Type R	esponses)												
			2. Issuer Symbol	2. Issuer Name <b>and</b> Ticker or Trading					5. Relationship of Reporting Person(s) to Issuer				
			GREEN	HILL &	& C	CO INC	[GHI	-]	(Check all applicable)				
(Last)	(Last) (First) (Middle) 3				Tra	nsaction			(encer an applicable)				
			(Month/D	ay/Year)	)				_X_ Director	10%	b Owner		
	HILL & CO.,	, INC., 300	03/31/20	)09					Officer (give below)	title Oth below)	er (specify		
PARK AVE	NUE								below)	UCIOW)			
	4. If Amer	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check						
	Filed(Mon						Applicable Line)						
									_X_ Form filed by				
NEW YORK	K, NY 10022								Person	More than One Re	eporting		
(City)	(State)	(Zip)			-								
(0.0))	(Black)	(11)	Table	e I - Non	1-De	rivative S	ecuri	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of	2. Transaction Date 2A. Deer							5. Amount of	1	7. Nature of			
Security (Instr. 3)	(Month/Day/Ye	any Execution	on Date, if	TransactionAcquired (A) or Code Disposed of (D)					Form: Direct	Indirect Beneficial			
(Insu: 5)		-	Day/Year) (Instr. 8) (Instr. 3, 4 and 5)					Owned		Ownership			
		,				(			Following	(Instr. 4)	(Instr. 4)		
							(A)		Reported				
							or		Transaction(s) (Instr. 3 and 4)				
				Code	V	Amount	(D)	Price	(insu: 5 and 4)				
Common Stock	03/31/2009			А		169	А	<u>(1)</u>	6,053	D			

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other DANFORTH JOHN C C/O GREENHILL & CO., INC. Х 300 PARK AVENUE NEW YORK, NY 10022 Signatures /s/ Jodi B. Ganz, Attorney-in-Fact for John C. 04/02/2009 Danforth \*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- 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).
- (1) This award of stock is granted pursuant to the Greenhill & Co., Inc. Equity Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.