FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL								
	OMB Number:	3235-0287								
l	Estimated average burden									
l	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 an	<u>OV</u>	2. Issuer Name and Ticker or Trading Symbol OWENS ILLINOIS INC /DE/ [OI]									k all app Dired Offic	olicable) ctor er (give title	Othe	Owner r (specify						
(Last) ONE MIC	(Last) (First) (Middle) ONE MICHAEL OWENS WAY							3. Date of Earliest Transaction (Month/Day/Year) 09/16/2011								Sr V	,		below) obal Glass Ops	
(Street) PERRYSBURG OH 43551 (City) (State) (Zip)					- 4. If -	4. If Amendment, Date of Original Filed (Month/Day/Year)									ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table	e I - No	on-Deriv	/ative	Sec	uritie	s Ac	quired	d, Dis	sposed o	f, or E	Benefic	ially	Owne	ed			
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/							/Year) if an		Deemed ecution Date, any onth/Day/Year)		ction Instr.	4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			and 5) Secur Benet		icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	Amount	(A) oi (D)	Price		Transaction(s) (Instr. 3 and 4)			(msu. 4)						
Common	2011)11			Р		2,000	A	\$18.	.0935	9	05,563	D							
Common Stock (Indirect)																16,3	359.1578	I	401-K Plan	
			Та	ble II -								osed of, convertib				wned				
1. Title of Derivative Security (Instr. 3)	2. Conversio or Exercise Price of Derivative Security	n Da	3. Transaction Date (Month/Day/Year)	3A. Dee Execution if any (Month/I			Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exerc ion Da /Day/Y		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Der Sec (Ins	Price of ivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
						Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

Remarks:

James W. Baehren for L.
Richard Crawford

09/19/2011

** Signature of Reporting Person Date

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

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.

^{*} 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).