

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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 and Address of Reporting Person* <u>STROUCKEN ALBERT P L</u> (Last) (First) (Middle) <u>ONE MICHAEL OWENS WAY</u> (Street) <u>PERRYSBURG OH 43551</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OWENS ILLINOIS INC /DE/ [OI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Exec. Chairman of the Board</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock (Direct)	03/09/2015		A	13,340 ⁽¹⁾	A	\$0.0000	636,382	D	
Common Stock (Direct)	03/10/2015		A	57,605 ⁽¹⁾	A	\$0.0000	693,987	D	
Common Stock (Direct)	03/24/2015		A	285,000 ⁽²⁾	D	\$0.0000	408,987	D	
Common Stock (Direct)	07/15/2015		A	6,885 ⁽¹⁾	A	\$0.0000	415,872	D	
Common Stock (Direct)	10/28/2015		A	104,880 ⁽¹⁾	A	\$0.0000	520,752	D	
Common Stock (Indirect)	03/09/2015		A	13,340 ⁽¹⁾	D	\$0.0000	299,880	I	By GRAT
Common Stock (Indirect)	03/10/2015		A	57,605 ⁽¹⁾	D	\$0.0000	242,275	I	By GRAT
Common Stock (Indirect)	03/24/2015		A	285,000 ⁽²⁾	A	\$0.0000	527,275	I	By GRAT
Common Stock (Indirect)	07/15/2015		A	6,885 ⁽¹⁾	D	\$0.0000	520,390	I	By GRAT
Common Stock (Indirect)	10/28/2015		A	104,880 ⁽¹⁾	D	\$0.0000	415,510	I	By GRAT

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- These shares were transferred from a grantor retained annuity trust.
- These shares were contributed to a grantor retained annuity trust.

/s/James W. Baehren, attorney- 02/12/2016
in-fact

** 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.