FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPRO | DVAL | | | | |
|---|------------------------|-----------|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | |
| | Estimated average burd | len | | | | |
| l | hours per response: | 0.5 | | | | |

| | Check this box if no longer subject to | | | | | | | | |
|--------|--|--|--|--|--|--|--|--|--|
| \neg | Section 16. Form 4 or Form 5 | | | | | | | | |
| J | 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

| d Address o | of Reporting Person* | | | 1 2 1- | | | | | | | | | | | | | | |
|--|---|---|---|---|--|--|---|---|--|--|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* HELLMAN PETER S | | | | | | 2. Issuer Name and Ticker or Trading Symbol OWENS ILLINOIS INC /DE/ [OI] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| HELLINIAN FETER 3 | | | | | | | | | | | | | | Compared the compared to th | ctor | 10% (| Owner | |
| | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/12/2017 | | | | | | | | _ | | | | (specify) | |
| (Street) | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| BURG (|)H 4 | 43551 | | 03/ | 03/12/2017 | | | | | | | | 2 | X Forn | n filed by One | Reporting Pers | Reporting Person | |
| | | | | | | | | | | | | | | | orm filed by More than One Reporting erson | | | |
| (: | State) (| Zip) | | | | | | | | | | | | | | | | |
| | Tabl | e I - No | n-Deriv | ative | Sec | uritie | s Ac | quired, | Dis | posed o | f, or I | 3ene | ficiall | y Owne | ed | | | |
| Date | | | | | Execution Date, | | Transaction Disposed Of (D) Code (Instr. | | | es Acqı Of (D) (I | Acquired (A) or (D) (Instr. 3, 4 and 5 | | | ities 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) (D) | or F | rice | Transa | action(s) | | (111341.4) | |
| Stock (Di | rect) | | 05/12/ | 2017 | | | | A | | 5,002(1) |) [| 1 5 | 0.000 | 0000 42,265 | | D | | |
| | Та | | | | | | | | | | | | | Owned | | | | |
| Conversion or Exercise (Month/Day/Year) Frice of Derivative Security Execution Date if any (Month/Day/Year) 8 | | Transa Code (8) | e (Instr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration | | | Amoun or Numbe of | | unt per | erivative ecurity | 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) | | | |
| | EBURG C Security (Instance of Exercise Price of Derivative | (First) (CHAEL OWENS WAY BURG OH (State) (Table Security (Instr. 3) Stock (Direct) Table Security (Instr. 3) | (First) (Middle) CHAEL OWENS WAY BURG OH 43551 (State) (Zip) Table I - No Security (Instr. 3) Stock (Direct) Table II - Conversion or Exercise Price of Price of Poerivative 3. Transaction Date (Month/Day/Year) (Month/E | (First) (Middle) CHAEL OWENS WAY BURG OH 43551 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transa-Date (Month/D) Stock (Direct) Table II - Derivat (e.g., ptops of Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) | (First) (Middle) CHAEL OWENS WAY BURG OH 43551 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Conversion or Exercise Price of Perivative Conversion of Exercise Price of Derivative (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. 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Deemed Execution Date, if any (Month/Day/Year) (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (First) (Middle) CHAEL OWENS WAY BURG OH 43551 (State) (Zip) Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) Part | (First) (Middle) CHAEL OWENS WAY BURG OH 43551 (State) (Zip) Table I - Non-Derivative Securities Acquired, Dispective (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Dispectivative Securities Acquired, Dispectivative Securities Acquired, Dispectivative Security 2. Table II - Derivative Securities Acquired, Dispectivative Securities Acquired, Dispectivative Security 3. Transaction Date (e.g., puts, calls, warrants, options, curve of Code (Instr. 8) Table II - Derivative Securities Acquired, Dispectivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date Date | (First) (Middle) CHAEL OWENS WAY 3. 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Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock (Direct) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction (Month/Day/Year) (Month/Day/Year) 5. Amount (A) or Disposed Of (D) (Instr. 3, 4 and 5) (Instr. 3 and 4) Stock (Direct) 3. Transaction Date (Phylic Park) (Month/Day/Year) (Month/Day/Year) 4. If Amendment, Date of Original Filled (Month/Day/Year) 3. Transaction (Month/Day/Year) (Month/Day/Year) 5. Amount (A) or Price (Diowing Reported Transaction(S) (Instr. 3 and 4) Stock (Direct) 4. If Amendment, Date of Original Filled (Month/Day/Year) (Month/Day/Year) 5. Amount (B) Securities Securities Acquired, Disposed of, or Beneficially Owned (Pol) (Instr. 3) 6. Individual or Joint/Group X Form filed by One Form filed by One Form filed by Month/Day/Year) 5. Amount of Disposed of (D) (Instr. 3, 4 and 5) 8. Amount (A) or Price (D) Price (D) Price (Month/Day/Year) 8. Amount of Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) 2. Corversion Date (Month/Day/Year) (M | (First) (Middle) CHAEL OWENS WAY A | |

Explanation of Responses:

1. This amendment is being filed to correct the number of shares issued to the reporting person.

Remarks:

See Exhibit 24 - Power of Attorney

/s/Mary Beth Wilkinson, attorney-in-fact 05/15/2017

** 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.