SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<u>Connors Timothy</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2016		3. Issuer Name and Ticker or Trading Symbol <u>OWENS ILLINOIS INC /DE/</u> [OI]				
(Last) (First) (Middle) ONE MICHAEL OWENS WAY			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner			5. If Amendment, Date of Original Filed (Month/Day/Year)	
			X Officer (give title below)	Other (spe below)		Individual or Joint plicable Line)	d/Group Filing (Check
(Street)			President, O-I Asia	Pacific		X Form filed b	y One Reporting Person
PERRYSBURG OH 43551						Form filed b Reporting P	y More than One erson
(City) (State) (Zip)							
Table I - Non-Derivative Securities Beneficially Owned							
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect (Instr. 5)	t (D) (Instr. 5)		Beneficial Ownership
Common Stock (Direct)			2,510	D			
Common Stock (Indirect)			2,169.42	Ι	By 401k		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)							
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversio or Exercis Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)	
Stock Option 03/07/2015 \$23.99	03/07/2016 ⁽¹⁾	03/07/2022	Common Stock (Direct)	3,621	23.99	D	
Stock Option 3/07/10 \$31.03	03/07/2011 ⁽¹⁾	03/07/2017	Common Stock (Direct)	1,377	31.03	D	
Stock Option 3/07/11 \$29.89	03/07/2012 ⁽¹⁾	03/07/2018	Common Stock (Direct)	1,451	29.89	D	
Stock Option 3/07/12 \$22.69	03/07/2013 ⁽¹⁾	03/07/2019	Common Stock (Direct)	2,332	22.69	D	
Stock Option 3/07/2013 \$26.07	03/07/2014 ⁽¹⁾	03/07/2020	Common Stock (Direct)	2,019	26.07	D	
Stock Option 3/07/2014 \$33.62	03/07/2015 ⁽¹⁾	03/07/2021	Common Stock (Direct)	1,875	33.62	D	

Explanation of Responses:

1. The options vest in four equal annual installments beginning on the first anniversary of the date of grant.

Remarks:

See Exhibit 24 - Power of Attorney

/s/ James W Baehren, attorney-01/11/2016

<u>in-fact</u>

** 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 5 (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.

POWER OF ATTORNEY Know all by these presents, that the undersigned hereby constitutes* and appoints James W. Baehren and Joseph O'Hara, acting individually, the* undersigned's true and lawful attorney-in-fact to: (1) execute for and on behalf of the undersigned, in the undersigned's* capacity as of (the "Company"), a Form ID, Forms 3, 4 and 5 and any* other documents necessary to facilitate the filing of reports in accordance* with Section 16(a) of the Securities Exchange Act and the rules thereunder; (2) do and perform any and all acts for and on behalf of the undersigned which* may be necessary or desirable to complete and execute any such Form ID or Forms* 3, 4 or 5, complete and execute any amendment or amendments thereto, and file* such forms with the SEC and any stock exchange or similar authority; and (3) take any other action in connection with the foregoing which, in the* opinion of such attorney-in-fact, may be of benefit to, in the best* interest of, or legally required by, the undersigned, it being understood* that the documents executed by such attorney-in-fact on behalf of the* undersigned pursuant to this Power of Attorney shall be in such form* and shall contain such terms and conditions* as such attorney-in-fact may approve in such attorney-in-fact's discretion. The undersigned hereby grants to each attorney-in-fact full power and* authority to do and perform any and every act and thing requisite," necessary, or proper to be done in the exercise of any of the rights* and powers herein granted, as fully to all intents and purposes as the* undersigned might or could do* if personally present, with full power of substitution or revocation, * hereby ratifying and confirming all that such attorney-in-fact, or such* attorney-in-fact's substitute or substitutes, shall lawfully do or cause* to be done by virtue of this Power of Attorney and the* rights and powers herein granted. The undersigned acknowledges that the* foregoing attorneys-in-fact, in serving in such capacity at the request* of the undersigned, are not assuming, nor is the Company assuming, any of* the undersigned's responsibilities to comply with Section 16 of the* Securities Exchange Act. This Power of Attorney shall remain in full force and effect until the* undersigned is no longer required to file Forms 4 and 5 with respect to* the undersigned's holdings of and transactions in securities issued by* the Company, unless earlier revoked by the undersigned in a signed* writing delivered to the foregoing attorneys-in-fact. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney* to be executed

as of this 5th day of January, 2016.

/s/ Timothy Connors

Print Name: Timothy Connors