## SEC Form 4

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL										
OMB Number:	3235-0287									
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1. Name and Address of Reporting Person <sup>*</sup> Lopez Andres Alberto			2. Issuer Name and Ticker or Trading Symbol OWENS ILLINOIS INC /DE/ [ OI ]	(Check	ionship of Reporting Person all applicable) Director Officer (give title	(s) to Issuer 10% Owner Other (specify
(Last) ONE MICHAEL	(First) OWENS WAY	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/07/2016	Х	below) Chief Executive C	below)
(Street) PERRYSBURG (City)	OH (State)	43551 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing (C Form filed by One Reporti Form filed by More than O Person	ng 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)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)			
Common Stock (Direct)	03/07/2016		Α		64,369 <sup>(1)</sup>	Α	\$0.0000	111,480	D		
Common Stock (Direct)	03/07/2016		A		5,418 <sup>(2)</sup>	Α	\$0.0000	116,898	D		
Common Stock (Indirect)								4,603.99	I	By 401k	

#### 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. Transa Code ( 8)		Derivative		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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option 03/07/2016 \$15.05	\$15.05	03/07/2016		A		194,528		03/07/2017 <sup>(3)</sup>	03/07/2023	Common Stock (Direct)	194,528	\$0.0000	194,528	D	

#### Explanation of Responses:

1. The shares are subject to restrictions on sale that expire, either (i) as to 25% of the shares on each of the four anniversaries of the date of grant of such shares, or (ii) in their entirety upon the grantee's death or disability prior to a termination of employment.

2. Restricted shares received by the reporting person on March 7, 2016 pursuant to action taken on that date by the Company's Compensation Committee determining the number of shares payable to the reporting person under certain restricted stock units granted for the 2013-2015 grant period. The restricted stock units did not constitute derivative securities on the date of grant thereof.

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

<u>/s/James W. Baehren, attorney-</u> <u>in-fact</u> 03/09/2016

\*\* Signature of Reporting Person

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.

Date