UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

January 25, 2012
Date of Report (Date of earliest event reported)

OWENS-ILLINOIS, INC.
(Exact name of registrant as specified in its charter)

Delaware	**1-9576**	**22-2781933**
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification Number)

One Michael Owens Way Perrysburg, Ohio	**43551-2999**
(Address of principal executive offices)	(Zip Code)

(567) 336-5000
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On January 25, 2012, Owens-Illinois, Inc. issued a press release announcing its results of operations for the quarter and year ended December 31, 2011. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. Additional financial information, posted to the Company's web site, is attached hereto as Exhibit 99.2.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

Exhibit No.	**Description**
99.1	Press Release dated January 25, 2012, announcing results of operations for the quarter and year ended December 31, 2011
99.2	Additional financial information — quarter and year ended December 31, 2011

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OWENS-ILLINOIS, INC.

Date: January 25, 2012	By:	/s/ Edward C. White
	Name:	Edward C. White
	Title:	Senior Vice President and Chief Financial Officer

EXHIBIT INDEX

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Exhibit 99.1

FOR IMMEDIATE RELEASE

O-I REPORTS FULL YEAR AND FOURTH QUARTER 2011 RESULTS
Goodwill write-off and other anticipated charges result in FY11 reported loss
Higher 2012 pricing expected to cover cost inflation

PERRYSBURG, Ohio (January 25, 2012) — Owens-Illinois, Inc. (NYSE: OI) today reported financial results for the full year and fourth quarter ending December 31, 2011.

Highlights

- **Reported net earnings:** O-I reported a full year 2011 loss from continuing operations attributable to the Company of $3.12 per share, compared to earnings of $1.55 per share (diluted) in 2010. Despite higher sales and production volumes in 2011, the Company's full year 2011 reported earnings were significantly lower due to the impact of several charges that management does not consider representative of ongoing operations. These charges were discussed in earlier quarters and include the Company's goodwill impairment, asbestos-related costs, and restructuring and asset impairment.
- **Adjusted net earnings:** Excluding the items not representative of ongoing operations, adjusted net earnings (non-GAAP) were $2.37 per share for full year 2011, compared to $2.60 per share for full year 2010. Fourth quarter 2011 adjusted net earnings were $0.48 per share, compared to $0.45 in the fourth quarter of 2010.
- **Higher sales and volume in 2011:** Prior year acquisitions and organic growth across most regions drove net revenue higher in full year 2011 as tonnes shipped increased by more than 5 percent. Sales also benefited from favorable pricing and foreign currency translation.
- **Free cash flow and leverage ratio:** O-I generated $220 million of free cash flow (non-GAAP) from continuing operations for full year 2011. At year end 2011, O-I's leverage ratio was 2.9 times EBITDA.
- **2012 business outlook:** O-I has negotiated higher prices on a significant portion of its annually contracted business. To mitigate the impact of unrecovered 2011 inflation and anticipated inflation in 2012, the Company expects higher global pricing. The Company's shipments in 2012 should be in line with 2011 levels.

Full Year 2011

Full year net sales were $7.4 billion in 2011, up from $6.6 billion in 2010. Tonnes shipped increased by more than 5 percent from the prior year, as volumes improved across all regions. Acquisitions completed in 2010 represented about 4 percentage points of this volume growth, and organic growth provided more than one percentage point of the growth. Sales also benefited from favorable pricing and foreign currency translation.

The loss from continuing operations attributable to the Company for full year 2011 was $511 million, or $3.12 per share, compared with net earnings from continuing operations in 2010 of $258 million, or $1.55 per share (diluted). Exclusive of the items not representative of ongoing operations listed in Note 1, full year 2011 adjusted net earnings were $394 million, or $2.37 per share (diluted), compared with adjusted net earnings in full year 2010 of $434 million, or $2.60 per share (diluted). In Note 1, the primary charges for full year 2011 include an adjustment to the carrying value of the Asia Pacific region's recorded goodwill, the annual adjustment of the Company's asbestos-related liability, and restructuring and asset impairment.

O-I reported full year 2011 segment operating profit of $894 million, down from $964 million in 2010. Stronger shipments, higher sales prices and favorable foreign currency translation had a positive impact

on earnings for the year. However, these factors were more than offset by increased manufacturing costs due to elevated cost inflation, North American supply chain issues in the second quarter of 2011 and weaker wine and beer markets in Australia. To address the issues in North America, the Company restarted two furnaces to rebuild inventories and reduce excess manufacturing and supply chain costs in that region. As a result, North American inventories were approximately 6 percent higher at the end of 2011 than the prior year. In Australia, the Company commenced restructuring activities to balance capacity with lower sales by closing one furnace at the end of the third quarter of 2011. An additional furnace closure will occur in Australia in the first quarter of 2012.

Commenting on full year 2011 results, Chairman and Chief Executive Officer Al Stroucken said, "We increased our free cash flow generation over prior year levels and focused on debt reduction in the second half of the year. Stronger shipments across all of our regions in 2011 were driven by prior year acquisitions and organic growth. However, high cost inflation and operational issues impacted our earnings for the full year. We took immediate action and refocused on our operations, and we are increasing prices to recover inflation."

Fourth Quarter 2011

Fourth quarter net sales from continuing operations were $1.818 billion in 2011, up from $1.728 billion in the prior year fourth quarter, as tonnes shipped increased by more than 4 percent year-over-year.

The loss from continuing operations attributable to the Company in the fourth quarter of 2011 was $774 million, or $4.71 per share, compared with a loss from continuing operations in the prior year of $83 million, or $0.51 per share. Exclusive of the items not representative of ongoing operations listed in Note 1, fourth quarter 2011 adjusted net earnings were $79 million, or $0.48 per share (diluted), compared to adjusted net earnings in the prior year fourth quarter of $76 million, or $0.45 per share (diluted). In Note 1, the primary charges for the fourth quarter of 2011 (described below) include an adjustment to the carrying value of the Asia Pacific region's recorded goodwill, the annual adjustment of the Company's asbestos-related liability, and restructuring and asset impairment.

O-I reported fourth quarter 2011 segment operating profit of $201 million, down from $221 million in the prior year, primarily due to the impact of cost inflation. Higher average selling prices, along with higher sales volume, offset only a portion of the cost inflation.

Corporate costs were lower in the fourth quarter of 2011 than in the prior year primarily due to better results from the Company's global equipment sales business. Net interest expense and the Company's effective tax rate in the quarter also were lower than the prior year.

Financial highlights

The Company reported total debt of $4.033 billion and cash of $400 million at December 31, 2011. Net debt was $3.633 billion, compared to $3.638 billion at the prior year end. Full year 2011 free cash flow was $220 million, which was allocated to the second quarter 2011 buyout of the minority partner interest in O-I's southern Brazil operations and net debt reduction in the second half of the year. O-I's leverage ratio was 2.9 times EBITDA at the end of the fourth quarter of 2011. As of December 31, 2011, in addition to cash on hand, O-I had $804 million of available liquidity under the Company's global revolving credit facility.

As a result of debt financing for acquisitions completed in the latter part of 2010, full year 2011 net interest expense increased $42 million (excluding the Note 1 charges related to debt refinancing activities) from the prior year.

Asbestos-related cash payments during the full year and fourth quarter of 2011 were $170 million and $68 million, respectively. These payments compare with $179 million and $65 million for the same periods last year, respectively. New lawsuits and claims filed during the full year 2011 were slightly lower than in 2010.

In the fourth quarter of 2011, the Company recorded several significant non-cash charges to reported results. Management considers these charges (Note 1) to not be representative of ongoing operations and are described as follows:

- The Company's Australian wine bottle sales decreased significantly in 2011, primarily due to wine producers reducing in-country bottling. The structural change in this wine market significantly reduced the Company's financial outlook for the Asia Pacific region, which led to a detailed assessment of the region's goodwill. Based on that evaluation, the Company eliminated the carrying value of Asia Pacific's goodwill by recording a charge of $640 million (after tax amount attributable to the Company).
- The Company also conducted its annual comprehensive review of asbestos-related liabilities in the fourth quarter of 2011. As a result of that review, O-I recorded a charge of $165 million (before and after tax amount attributable to the Company). The accrued balance for future asbestos-related costs as of December 31, 2011, was $471 million.
- The Company recorded restructuring and asset impairment charges of approximately $63 million (after tax amount attributable to the Company) in the fourth quarter of 2011. This was primarily related to further costs expected as part of the realignment of Australian capacity, some adjustments to asset values in China and a furnace closure in Spain.

Business outlook

Commenting on the Company's outlook for full year 2012, Stroucken said, "Currently, we expect 2012 shipments to be consistent with 2011 levels. We have successfully concluded a significant portion of our annual customer negotiations and we have attained the targeted price increases. However, we are cautious on our volume outlook until we complete additional price negotiations in February and gain further insight into uncertainties related to European macroeconomic conditions. In 2012, we expect better operating performance and pricing to cover inflation and lead to improved financial results."

Note 1:

The table below describes the items that management considers not representative of ongoing operations.

$ Millions, except per-share amounts

	Three months ended December 31			
	2011		2010	
	Earnings	EPS	Earnings	EPS
Loss from Continuing Operations Attributable to the Company	$ (774)	$ (4.71)	$ (83)	$ (0.51)
Items that management considers not representative of ongoing operations consistent with Segment Operating Profit				
Charge to adjust the carrying value of the Asia Pacific region's goodwill	640	3.86		
Charge for asbestos-related costs	165	1.00	170	1.02
Acquisition-related fair value inventory adjustments and restructuring, transaction and financing costs			18	0.11
Charges for restructuring and asset impairment	63	0.38	3	0.02
Net benefit related to changes in deferred tax valuation allowance and other tax-related items	(15)	(0.09)	(24)	(0.15)
Non-cash tax benefit transferred from other comprehensive income (equity)			(8)	(0.05)
Reconciling item for dilution effect(1)		0.04		0.01
Adjusted Net Earnings	$ 79	$ 0.48	$ 76	$ 0.45

$ Millions, except per-share amounts

	Twelve months ended December 31			
	2011		2010	
	Earnings	EPS	Earnings	EPS
Earnings (loss) from Continuing Operations Attributable to the Company	$ (511)	$ (3.12)	$ 258	$ 1.55
Items that management considers not representative of ongoing operations consistent with Segment Operating Profit				
Charge to adjust the carrying value of the Asia Pacific region's goodwill	640	3.86		
Charge for asbestos-related costs	165	1.00	170	1.02
Acquisition-related fair value inventory adjustments and restructuring, transaction and financing costs			27	0.16
Charges for restructuring and asset impairment	91	0.54	11	0.07
Net benefit related to changes in deferred tax valuation allowance and other tax-related items	(15)	(0.09)	(24)	(0.15)
Non-cash tax benefit transferred from other comprehensive income (equity)			(8)	(0.05)
Charges for note repurchase premiums and write-off of finance fees	24	0.15		
Reconciling item for dilution effect(1)		0.03		
Adjusted Net Earnings	$ 394	$ 2.37	$ 434	$ 2.60

(1) This reconciling item is related to the difference between the calculation of earnings per share for reported net earnings and adjusted net earnings. For reported net earnings, for the three months and full year ending December 31, 2011 and for the three months ended December 31, 2010, diluted earnings per share of common stock were equal to basic earnings per share due to the loss from continuing operations recorded in each period. Diluted shares outstanding were used to calculate adjusted earnings per share for the three months and full years ending December 31, 2011 and December 31, 2010.

Company profile

Owens-Illinois, Inc. (NYSE: OI) is the world's largest glass container manufacturer and preferred partner for many of the world's leading food and beverage brands. With revenues of $7.4 billion in 2011, the Company is headquartered in Perrysburg, Ohio, USA, and employs more than 24,000 people at 81 plants in 21 countries. O-I delivers safe, effective and sustainable glass packaging solutions to a growing global marketplace. For more information, visit www.o-i.com.

Regulation G

The information presented above regarding adjusted net earnings relates to net earnings attributable to the Company exclusive of items management considers not representative of ongoing operations and does not conform to U.S. generally accepted accounting principles (GAAP). It should not be construed as an alternative to the reported results determined in accordance with GAAP. Management has included this non-GAAP information to assist in understanding the comparability of results of ongoing operations. Management uses this non-GAAP information principally for internal reporting, forecasting, budgeting and calculating bonus payments. Further, the information presented above regarding free cash flow does not conform to GAAP. Management defines free cash flow as cash provided by continuing operating activities less capital spending (both as determined in accordance with GAAP) and has included this non-GAAP information to assist in understanding the comparability of cash flows. Management defines underlying free cash flow as cash provided by continuing operating activities less capital spending from continuing operations (both as determined in accordance with GAAP), plus the addback of capital spending in China for replacement capacity lost due to the closure and potential sale of certain Chinese facilities. Management expects that the proceeds from the sale of these certain facilities should offset most or all of the replacement capacity capital spending in China and has included this non-GAAP information to assist in understanding the comparability of cash flows. Management uses this non-GAAP information principally

for internal reporting, forecasting and budgeting. Management believes that the non-GAAP presentation allows the board of directors, management, investors and analysts to better understand the Company's financial performance in relationship to core operating results and the business outlook.

The Company routinely posts important information on its website — www.o-i.com/investorrelations.

Forward looking statements

This news release contains "forward looking" statements within the meaning of Section 21E of the Securities Exchange Act of 1934 and Section 27A of the Securities Act of 1933. Forward looking statements reflect the Company's current expectations and projections about future events at the time, and thus involve uncertainty and risk. The words "believe," "expect," "anticipate," "will," "could," "would," "should," "may," "plan," "estimate," "intend," "predict," "potential," "continue," and the negatives of these words and other similar expressions generally identify forward looking statements. It is possible the Company's future financial performance may differ from expectations due to a variety of factors including, but not limited to the following: (1) foreign currency fluctuations relative to the U.S. dollar, specifically the Euro, Brazilian real and Australian dollar, (2) changes in capital availability or cost, including interest rate fluctuations, (3) the general political, economic and competitive conditions in markets and countries where the Company has operations, including uncertainties related to the economic conditions in Europe and Australia, the expropriation of the Company's operations in Venezuela, disruptions in capital markets, disruptions in the supply chain, competitive pricing pressures, inflation or deflation, and changes in tax rates and laws, (4) consumer preferences for alternative forms of packaging, (5) fluctuations in raw material and labor costs, (6) availability of raw materials, (7) costs and availability of energy, including natural gas prices, (8) transportation costs, (9) the ability of the Company to raise selling prices commensurate with energy and other cost increases, (10) consolidation among competitors and customers, (11) the ability of the Company to acquire businesses and expand plants, integrate operations of acquired businesses and achieve expected synergies, (12) unanticipated expenditures with respect to environmental, safety and health laws, (13) the performance by customers of their obligations under purchase agreements, (14) the Company's ability to further develop its sales, marketing and product development capabilities, (15) the Company's ability to resolve its production and supply chain issues in North America, (16) the Company's success in implementing necessary restructuring plans and the impact of such restructuring plans on the carrying value of recorded goodwill, (17) the Company's ability to successfully navigate the structural changes in Australia, (18) the proceeds from the land sales in China do not occur in the time schedule or amount that the Company expects, and (19) the timing and occurrence of events which are beyond the control of the Company, including any expropriation of the Company's operations, floods and other natural disasters, and events related to asbestos-related claims. It is not possible to foresee or identify all such factors. Any forward looking statements in this document are based on certain assumptions and analyses made by the Company in light of its experience and perception of historical trends, current conditions, expected future developments, and other factors it believes are appropriate in the circumstances. Forward looking statements are not a guarantee of future performance and actual results or developments may differ materially from expectations. While the Company continually reviews trends and uncertainties affecting the Company's results of operations and financial condition, the Company does not assume any obligation to update or supplement any particular forward looking statements contained in this news release.

Conference call scheduled for January 26, 2012

O-I CEO Al Stroucken and CFO Ed White will conduct a conference call to discuss the Company's latest results on Thursday, January 26, 2012, at 8:30 a.m., Eastern Time. A live webcast of the conference call, including presentation materials, will be available on the O-I website, www.o-i.com/investorrelations, in the Presentations & Webcast section.

The conference call also may be accessed by dialing 888-733-1701 (U.S. and Canada) or 706-634-4943 (international) by 8:20 a.m., Eastern Time, on January 26. Ask for the O-I conference call. A replay of the call will be available on the O-I website, www.o-i.com/investorrelations, for 90 days following the call.

Contacts: O-I, Erin Crandall, 567-336-2355 — Investor Relations
O-I, Stephanie Johnston, 567-336-7199 — Corporate Communications

Copies of O-I news releases are available on the O-I website at www.o-i.com or at www.prnewswire.com.

O-I's first quarter 2012 earnings conference call is currently scheduled for Thursday, April 26, 2012, at 8:30 a.m., Eastern Time.

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OWENS-ILLINOIS, INC.
Condensed Consolidated Results of Operations
(Dollars in millions, except per share amounts)

	Three months ended December 31,		Twelve months ended December 31,	
	2011	**2010**	**2011**	**2010**
Net sales	$ 1,818	$ 1,728	$ 7,358	$ 6,633
Manufacturing, shipping, and delivery expense (a)	(1,514)	(1,420)	(5,979)	(5,283)
Gross profit	304	308	1,379	1,350
Selling and administrative expense	(130)	(125)	(556)	(492)
Research, development, and engineering expense	(19)	(19)	(71)	(62)
Interest expense (b)	(68)	(72)	(314)	(249)
Interest income	3	3	11	13
Equity earnings	14	13	66	59
Royalties and net technical assistance	4	4	16	16
Other income	5	6	11	16
Other expense (c)	(882)	(199)	(948)	(227)
Earnings (loss) from continuing operations before income taxes	(769)	(81)	(406)	424
Provision for income taxes (d)		7	(85)	(129)
Earnings (loss) from continuing operations	(769)	(74)	(491)	295
Earnings from discontinued operations				31
Gain (loss) on disposal of discontinued operations	3	(331)	1	(331)
Net loss	(766)	(405)	(490)	(5)
Net earnings attributable to noncontrolling interests	(5)	(7)	(20)	(42)

Net loss attributable to the Company	$ (771)	$ (412)	$ (510)	$ (47)
Amounts attributable to the Company:				
Earnings (loss) from continuing operations	$ (774)	$ (83)	$ (511)	$ 258
Earnings from discontinued operations				24
Gain (loss) on disposal of discontinued operations	3	(329)	1	(329)
Net loss	$ (771)	$ (412)	$ (510)	$ (47)
Amounts attributable to noncontrolling interests:				
Earnings from continuing operations	$ 5	$ 9	$ 20	$ 37
Earnings from discontinued operations		—		7
Loss on disposal of discontinued operations		(2)		(2)
Net earnings	$ 5	$ 7	$ 20	$ 42
Basic earnings per share:				
Earnings (loss) from continuing operations	$ (4.71)	$ (0.51)	$ (3.12)	$ 1.57
Earnings from discontinued operations				0.14
Gain (loss) on disposal of discontinued operations	0.02	(2.01)	0.01	(2.00)
Net loss	$ (4.69)	$ (2.52)	$ (3.11)	$ (0.29)
Weighted average shares outstanding (000s)	163,957	163,181	163,691	164,271
Diluted earnings per share:				
Earnings (loss) from continuing operations	$ (4.71)	$ (0.51)	$ (3.12)	$ 1.55
Earnings from discontinued operations				0.14
Gain (loss) on disposal of discontinued operations	0.02	(2.01)	0.01	(1.97)
Net loss	$ (4.69)	$ (2.52)	$ (3.11)	$ (0.28)
Diluted average shares (000s)	163,957	163,181	163,691	167,078

(a) Amount for the three months ended December 31, 2010, includes charges of $7 million ($4 million after tax amount attributable to the Company) for acquisition-related fair value inventory adjustments. The effect of these charges is a reduction in earnings per share of $0.03.

Amount for the year ended December 31, 2010, includes charges of $12 million ($7 million after tax amount attributable to the Company) for acquisition-related fair value inventory adjustments. The effect of these charges is a reduction in earnings per share of $0.04.

(b) Amount for the year ended December 31, 2011 includes charges of $25 million ($24 million after tax) for note repurchase premiums and the write-off of finance fees related to debt that was repaid prior to its maturity. The aftertax effect of this charge is a reduction in earnings per share of $0.15.

(c) Amount for the three months and year ended December 31, 2011, includes charges of $165 million (before and after tax amount attributable to the Company) to increase the accrual for estimated future asbestos-related costs. The effect of this charge is a reduction in earnings per share of $1.00.

Amount for the three months ended December 31, 2011, includes charges of $71 million ($63 million after tax amount attributable to the Company) for restructuring and asset impairment. The effect of this charge is a reduction in earnings per share of $0.38.

Amount for the year ended December 31, 2011, includes charges of $112 million ($91 million after tax amount attributable to the Company) for restructuring and asset impairment. The effect of this charge is a reduction in earnings per share of $0.54.

Amount for the three months and year ended December 31, 2011, includes charges of $641 million ($640 after tax amount attributable to the Company) for goodwill impairment. The effect of these charges is a reduction in earnings per share of $3.86.

Amount for the three months and year ended December 31, 2010, includes charges of $170 million (before and after tax amount attributable to the Company) to increase the accrual for estimated future asbestos-related costs. The effect of this charge is a reduction in earnings per share of $1.02.

Amount for the three months ended December 31, 2010, includes charges of $5 million ($3 million after tax amount attributable to the Company) for restructuring and asset impairment. The effect of this charge is a reduction in earnings per share of $0.02.

Amount for the year ended December 31, 2010, includes charges of $13 million ($11 million after tax amount attributable to the Company) for restructuring and asset impairment. The effect of this charge is a reduction in earnings per share of $0.07.

Amount for the three months ended December 31, 2010, includes charges of $14 million (before and after tax amount attributable to the Company) for acquisition-related restructuring, transaction and financing costs. The effect of these charges is a reduction in earnings per share of $0.08.

Amount for the year ended December 31, 2010, includes charges of $20 million (before and after tax amount attributable to the Company) for acquisition-related restructuring, transaction and financing costs. The effect of these charges is a reduction in earnings per share of $0.12.

(d) Amount for the three months and year ended December 31, 2011, includes a tax benefit of $15 million for certain tax adjustments. The effect of this tax benefit is an increase in earnings per share of $0.09.

Amount for the three months and year ended December 31, 2010, includes a net tax benefit of $24 million related to the reversal of deferred tax valuation allowances. The effect of this tax benefit is an increase in earnings per share of $0.15.

Amount for the three months and year ended December 31, 2010, includes a non-cash tax benefit transferred from other comprehensive income (equity) of $8 million. The effect of this tax benefit is an increase in earnings per share of $0.05.

OWENS-ILLINOIS, INC.
Condensed Consolidated Balance Sheets
(Dollars in millions)

	December 31, 2011	December 31, 2010
Assets		
Current assets:		
Cash and cash equivalents	$ 400	$ 640
Receivables, less allowances for losses and discounts	1,158	1,075
Inventories	1,012	946
Prepaid expenses	124	77
Total current assets	2,694	2,738
Investments and other assets:		
Equity investments	315	299
Repair parts inventories	155	147
Pension assets	116	54
Deposits, receivables, and other assets	687	588
Goodwill	2,082	2,821
Total other assets	3,355	3,909
Property, plant, and equipment, at cost	6,899	7,016
Less accumulated depreciation	4,022	3,909
Net property, plant, and equipment	2,877	3,107
Total assets	$ 8,926	$ 9,754
Liabilities and Share Owners' Equity		
Current liabilities:		
Short-term loans and long-term debt due within one year	$ 406	$ 354
Current portion of asbestos-related liabilities	165	170
Accounts payable	1,038	878
Other liabilities	636	677
Total current liabilities	2,245	2,079
Long-term debt	3,627	3,924
Deferred taxes	212	203
Pension benefits	871	576
Nonpension postretirement benefits	269	259
Other liabilities	404	381
Asbestos-related liabilities	306	306
Share owners' equity:		
The Company's share owners' equity:		
Common stock	2	2
Capital in excess of par value	2,991	3,040
Treasury stock, at cost	(405)	(412)
Retained earnings (loss)	(428)	82
Accumulated other comprehensive loss	(1,321)	(897)
Total share owners' equity of the Company	839	1,815
Noncontrolling interests	153	211
Total share owners' equity	992	2,026
Total liabilities and share owners' equity	$ 8,926	$ 9,754

OWENS-ILLINOIS, INC.
Condensed Consolidated Cash Flows
(Dollars in millions)

	Three months ended December 31,		Twelve months ended December 31,	
	2011	2010	2011	2010
Cash flows from operating activities:				
Net loss	$ (766)	$ (405)	$ (490)	$ (5)
Earnings from discontinued operations				(31)
(Gain) loss on disposal of discontinued operations	(3)	331	(1)	331
Non-cash charges:				
Depreciation	97	102	405	369
Amortization of intangibles and other deferred items	4	4	17	22
Amortization of finance fees and debt discount	8	3	32	19
Non-cash tax benefit		(8)		(8)
Pension expense	23	19	91	73
Restructuring and asset impairment	71	5	112	13
Charge for acquisition-related fair value inventory adjustments		21		26
Future asbestos-related costs	165	170	165	170
Charge for goodwill impairment	641		641	
Other	(25)	(4)	8	13
Pension contributions	(16)	(15)	(59)	(23)
Asbestos-related payments	(68)	(65)	(170)	(179)
Cash paid for restructuring activities	(12)	(12)	(39)	(61)
Other changes in non-current assets and liabilities	(13)	10	(100)	(58)
Change in components of working capital	118	74	(107)	(71)
Cash provided by continuing operating activities	224	230	505	600
Cash utilized in discontinued operating activities	(1)	(43)	(2)	(8)
Total cash provided by operating activities	223	187	503	592
Cash flows from investing activities:				
Additions to property, plant, and equipment - continuing	(81)	(111)	(285)	(500)
Additions to property, plant, and equipment - discontinued				(3)
Acquisitions, net of cash acquired	4	(63)	(144)	(817)
Change in short-term investments	1			
Net cash proceeds related to sale of assets and other	1	5	3	6
Cash utilized in investing activities	(75)	(169)	(426)	(1,314)
Cash flows from financing activities:				
Additions to long-term debt	5	22	1,465	1,392
Repayments of long-term debt	(48)	(78)	(1,797)	(573)
Increase (decrease) in short-term loans - continuing	40	(11)	80	(39)
Decrease in short-term loans - discontinued				(2)
Net receipts (payments) for hedging activity		(13)	(22)	21
Payment of finance fees	(1)		(19)	(33)
Dividends paid to noncontrolling interests	(3)	(2)	(35)	(25)
Treasury shares purchased				(199)
Issuance of common stock and other		1	5	5
Cash provided by (utilized in) financing activities	(7)	(81)	(323)	547
Effect of exchange rate fluctuations on cash	3	3	6	3
Increase (decrease) in cash	144	(60)	(240)	(172)
Cash at beginning of period	256	700	640	812
Cash at end of period	$ 400	$ 640	$ 400	$ 640

OWENS-ILLINOIS, INC.
Consolidated Supplemental Financial Data
(Dollars in millions)

	Three months ended December 31,		Twelve months ended December 31,	
	2011	2010	2011	2010
Net sales:				
Europe	$ 697	$ 660	$ 3,052	$ 2,746
North America	463	436	1,929	1,879
South America	345	350	1,226	975
Asia Pacific	281	272	1,059	996
Reportable segment totals	1,786	1,718	7,266	6,596
Other	32	10	92	37
Net sales	$ 1,818	$ 1,728	$ 7,358	$ 6,633
Segment Operating Profit (a):				
Europe	$ 41	$ 50	$ 325	$ 324

North America	48	53	236	275
South America	85	82	250	224
Asia Pacific	27	36	83	141
Reportable segment totals	201	221	894	964
Items excluded from Segment Operating Profit:				
Retained corporate costs and other	(28)	(37)	(79)	(89)
Restructuring and asset impairment	(71)	(5)	(112)	(13)
Acquisition-related fair value inventory adjustments and restructuring, transaction and financing costs		(21)		(32)
Charge for asbestos related costs	(165)	(170)	(165)	(170)
Charge for goodwill impairment	(641)		(641)	
Interest income	3	3	11	13
Interest expense	(68)	(72)	(314)	(249)
Earnings (loss) from continuing operations before income taxes	$ (769)	$ (81)	$ (406)	$ 424

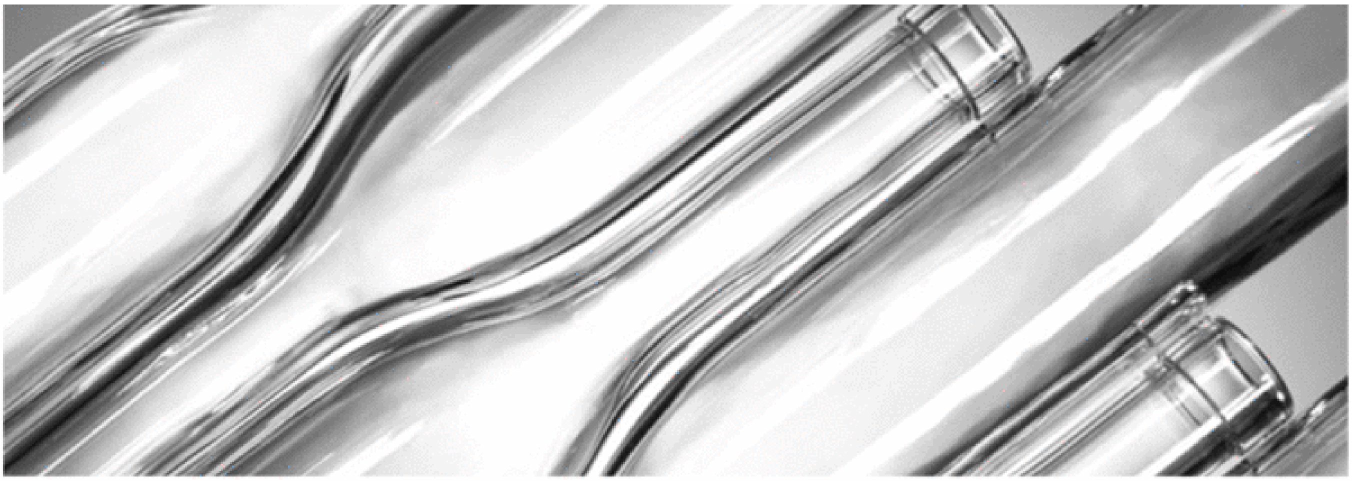
The following notes relate to Segment Operating Profit:

(a) Segment Operating Profit consists of consolidated earnings before interest income, interest expense, and provision for income taxes and excludes amounts related to certain items that management considers not representative of ongoing operations as well as certain retained corporate costs.

The Company presents information on Segment Operating Profit because management believes that it provides investors with a measure of operating performance separate from the level of indebtedness or other related costs of capital. The most directly comparable GAAP financial measure to Segment Operating Profit is earnings before income taxes. The Company presents Segment Operating Profit because management uses the measure, in combination with net sales and selected cash flow information, to evaluate performance and to allocate resources.

A reconciliation from Segment Operating Profit to earnings from continuing operations before income taxes is included in the tables above.

Exhibit 99.2



O-I earnings presentation

Full Year and Fourth Quarter 2011

www.o-i.com

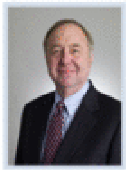
Introduction

Agenda

- Business discussion
- Financial review
- Business outlook
- Concluding remarks and Q&A

Presenters

Al Stroucken
Chairman and CEO



Ed White
SVP and CFO

Regulation G
The information included in this presentation regarding adjusted net earnings relates to net earnings attributable to the Company exclusive of items management considers not representative of ongoing operations does not conform to U.S. generally accepted accounting principles (GAAP). It should not be construed as an alternative to the reported results determined in accordance with GAAP. Management has included this non-GAAP information to assist in understanding the comparability of results of ongoing operations. Management uses this non-GAAP information principally for internal reporting, forecasting, budgeting and calculating bonus payments. Further, the information in this presentation regarding free cash flow and underlying free cash flow does not conform to GAAP. Management defines free cash flow as cash provided by continuing operating activities less capital spending from continuing operations (both as determined in accordance with GAAP) and has included this non-GAAP information to assist in understanding the comparability of cash flows. Management defines underlying free cash flow as cash provided by continuing operating activities less capital spending from continuing operations (both as determined in accordance with GAAP), plus the addback of capital spending in China for replacement capacity lost due to the closure and potential sale of certain Chinese facilities. Management expects that the proceeds from the sale of these certain facilities should offset most or all of the replacement capacity capital spending in China and has included this non-GAAP information to assist in understanding the comparability of cash flows. Management uses this non-GAAP information principally for internal reporting, forecasting and budgeting. Management believes that the non-GAAP presentation allows the board of directors, management, investors and analysts to better understand the Company's financial performance in relationship to core operating results and the business outlook.

Forward Looking Statements
This presentation contains "forward looking" statements within the meaning of Section 21E of the Securities Exchange Act of 1934 and Section 27A of the Securities Act of 1933. Forward looking statements reflect the Company's current expectations and projections about future events at the time, and thus involve uncertainty and risk. The words "believe," "expect," "anticipate," "will," "could," "would," "should," "may," "plan," "estimate," "intend," "predict," "potential," "continue," and the negatives of these words and other similar expressions generally identify forward looking statements. It is possible the Company's future financial performance may differ from expectations due to a variety of factors including, but not limited to the following: (1) foreign currency fluctuations relative to the U.S. dollar, specifically the Euro, Brazilian real and Australian dollar, (2) changes in capital availability or cost, including interest rate fluctuations, (3) the general political, economic and competitive conditions in markets and countries where the Company has operations, including uncertainties related to the economic conditions in Europe and Australia, the expropriation of the Company's operations in Venezuela, disruptions in capital markets, disruptions in the supply chain, competitive pricing pressures, inflation or deflation, and changes in tax rates and laws, (4) consumer preferences for alternative forms of packaging, (5) fluctuations in raw material and labor costs, (6) availability of raw materials, (7) costs and availability of energy, including natural gas prices, (8) transportation costs, (9) the ability of the Company to raise selling prices commensurate with energy and other cost increases, (10) consolidation among competitors and customers, (11) the ability of the Company to acquire businesses and expand plants, integrate operations of acquired businesses and achieve expected synergies, (12) unanticipated expenditures with respect to environmental, safety and health laws, (13) the performance by customers of their obligations under purchase agreements, (14) the Company's ability to further develop its sales, marketing and product development capabilities, (15) the Company's ability to resolve its production and supply chain issues in North America, (16) the Company's success in implementing necessary restructuring plans, and the impact of such restructuring plans on the carrying value of recorded goodwill, (17) the Company's ability to successfully navigate the structural changes in Australia, (18) the proceeds from the land sales in China do not occur in the time schedule or amount that the Company expects, and (19) the timing and occurrence of events which are beyond the control of the Company, including any expropriation of the Company's operations, floods and other natural disasters, and events related to asbestos-related claims. It is not possible to foresee or identify all such factors. Any forward looking statements in this document are based on certain assumptions and analyses made by he Company in light of its experience and perception of historical trends, current conditions, expected future developments, and other factors it believes are appropriate in the circumstances. Forward looking statements are not a guarantee of future performance and actual results or developments may differ materially from expectations. While the Company continually reviews trends and uncertainties affecting the Company's results of operations and financial condition, the Company does not assume any obligation to update or supplement any particular forward looking statements contained in this presentation.

Presentation Note
Unless otherwise noted, the information presented in this presentation reflects continuing operations only.

2011 results

Business discussion

4Q11

- Adjusted EPS was $0.48/sh, $0.45 in 4Q10
- Shipments up >4% YoY
- Strong free cash flow generated

Full Year 2011

- Adjusted EPS was $2.37/sh, $2.60 in 2010
- Shipments up >5% YoY
  - Acquisitions add ~4%, organic growth up >1%
- Inflation exceeded higher price by ~$150M
- Free cash flow of $220M

2012 Business outlook

- Improved operating performance, especially in N. America
- Flat global volumes, and EU uncertainty continues
- Price increases expected to mitigate 2011/2012 inflation
- Underlying FCF ~$250 million (1)

(1) Management defines underlying free cash flow as cash provided by continuing operating activities less capital spending from continuing operations, plus the addback of capital spending in China for replacement capacity lost due to the closure and potential sale of certain Chinese facilities. Management expects that the proceeds from the sale of these certain facilities should offset most or all of the replacement capacity capital spending in China.

(2) EPS exclusive of items management considers not representative of ongoing operations. A description of all items that management considers not representative of ongoing operations, including discontinued operations, and a reconciliation of the GAAP to non-GAAP earnings and earnings per share can be found in the appendix to this presentation.

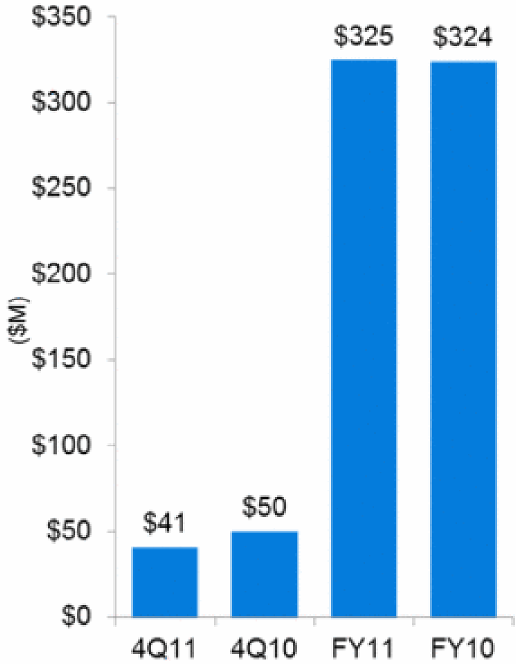
European segment review
Business discussion

4Q11 results (YoY)
- Shipments up >5%
- Continued high cost inflation

FY11 results (YoY)
- Favorable sales and production levels
- Cost inflation significantly exceeded incremental price

Business trends
- 2012 customer agreement update
  - Approximately 3/4 complete with annual negotiations
  - Targeted price increases attained to date
- Restructuring Actions
  - Spain – 1 furnace closed (Dec 2011)
  - Further capacity adjustments, if needed
- Volume – uncertainty due to macroeconomy

Segment operating profit



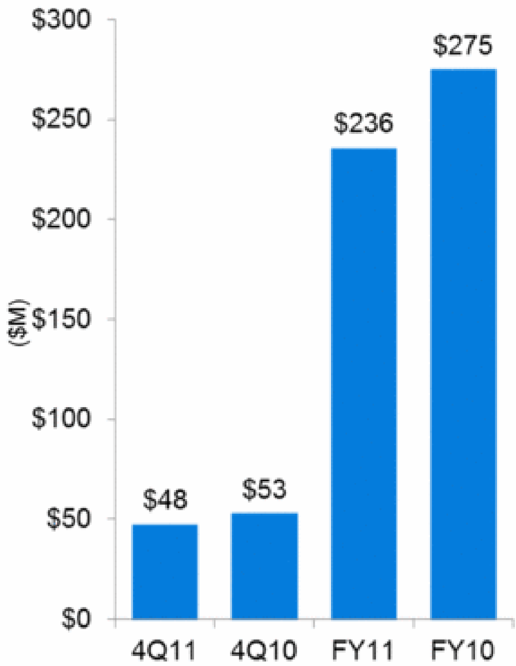
North American segment review
Business discussion

4Q11 results (YoY)
- Shipments up ~5%; beer and wine both up
- Offset by elevated cost inflation

FY11 results (YoY)
- Slightly higher shipments, esp. wine and spirits
- Offset by cost inflation and 2Q mfg/supply chain issues
- Remediation plan progress:
  - Restarted two idled furnaces
  - Restored inventory levels – FYE11 inventory up ~6%
  - Plant process improvements underway
  - Implemented integrated operations structure

Business trends
- Higher FY12 price reflects pass through of FY11 inflation
- Volumes expected to be consistent with FY11
- SAP go-live – February 2012

Segment operating profit



South American segment review
Business discussion

4Q11 results (YoY)

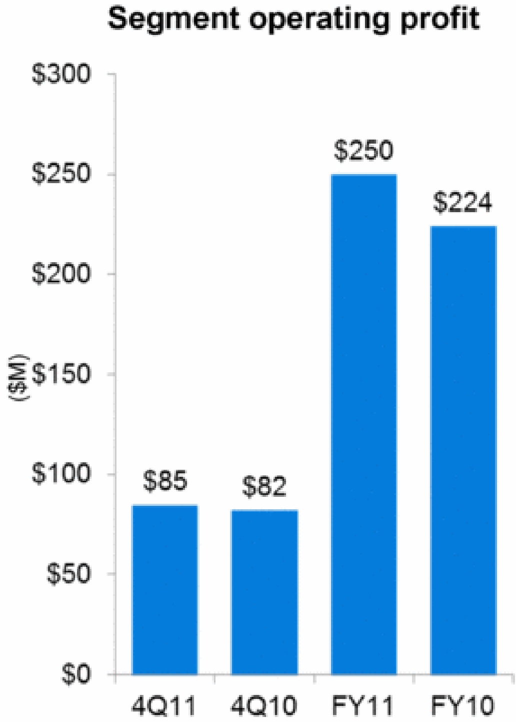
- Shipments flat reflecting strong prior year comparison
  - Non-reoccurrence of new product intro (Peru – 4Q10)
  - Shipments in all other countries up
- ~25% segment operating profit margin
  - Highest quarterly margin in 2011

FY11 results (YoY)

- Volumes up ~22% - acquisition and organic growth
- ~20% segment operating profit margin

Business trends

- Higher price to cover inflation
- Low to mid single-digit volume growth expected for FY12
- New furnace addition in Brazil to be operational in 4Q12
  - Reduces requirement for imports into Brazil



Asia Pacific segment review

Business discussion

4Q11 results (YoY)

- Regional shipments up >2%
- Segment earnings impacted by country mix with lower shipments in AU and higher shipments in China

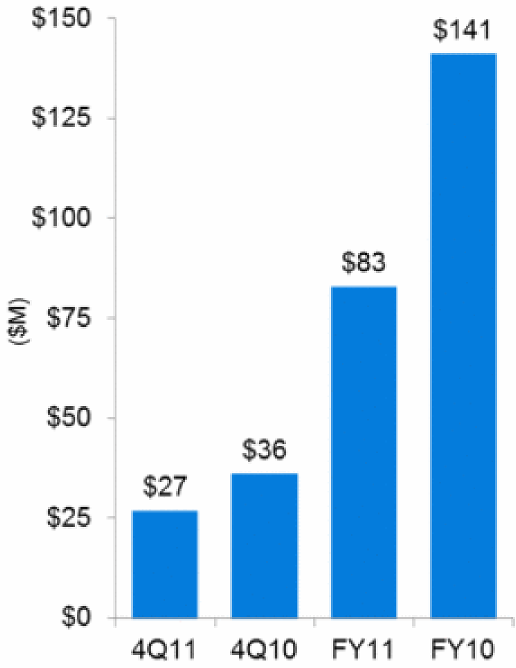
FY11 results (YoY)

- Volumes unfavorably impacted by structural decline (AU wine) and by cyclical decline (AU beer)
- China integration – 2 prior year acquisitions integrated and on-plan; 1 acquisition with integration issues

Business trends

- Market challenges led to goodwill adjustment
- Australian restructuring continues
  - Volumes stabilizing
  - Second furnace closure in 1Q12
- China priorities
  - Finalize integration efforts
  - Sale of certain older plants to fund replacement capacity

Segment operating profit



Higher shipments and pricing offset by cost inflation

4Q Financial review

	Reportable Segments: Sales [(1)] ($ Millions)	Reportable Segments: Operating Profit ($ Millions)	Adjusted Net Income (Non-GAAP EPS)
4Q10	**$1,718**	**$221**	**$0.45**
Sales volume	**74**	**16**	**0.07**
Price			
Price	**15**	**15**	**0.07**
Product mix	**(7)**		
Cost pass-through provision [(2)]	**1**		
Manufacturing and delivery [(3)]		**(55)**	**(0.24)**
Operating and other costs		**5**	**0.03**
Currency translation	**(15)**	**(1)**	**-**
Operational	**68**	**(20)**	**(0.07)**
Retained corporate costs			**0.04**
Net interest expense			**0.02**
Noncontrolling interests			**0.02**
Effective tax rate			**0.02**
Non-operational	**-**	**-**	**0.10**
Total reconciling items	**68**	**(20)**	**0.03**
4Q11	**$1,786**	**$201**	**$0.48**

[1] Reportable segment sales in 4Q11 exclude $32 million of revenue, principally for the Company's global equipment sales business.
[2] Contractual cost pass-through provisions, primarily related to N. American energy costs, had an immaterial effect on operating profit in 4Q11.
[3] Primarily relates to cost inflation.

Balance sheet, cash flow and capital structure
Financial review

Highlight of select balance sheet and cash flow items [(1)]

($M)

	FY11	FY10	Δ YoY
Cash	$400	$640	($240)
Debt	$4,033	$4,278	($245)
Net debt	$3,633	$3,638	($5)
Net debt to EBITDA [(2)]	2.9x	2.9x	-
Free Cash Flow	$220	$100	$120
Capital expenditures	($285)	($500)	$215
Working capital use	($113)	($71)	($42)
Under-funded pension	($739)	($530)	($209)

2012 Outlook

Capital allocation priorities
- Further reduce leverage ratio
- Australia and Spain restructuring
- Brazil furnace expansion

Pension
- 2011 discount rate/asset returns increased under-funded valuation
- Manageable, long-term obligation

[1] All information presented is from continuing operations only.
[2] Total debt less cash divided by bank credit agreement EBITDA. The FY11 and FY10 ratios were calculated excluding the impact of the discontinued Venezuelan operations. Current bank covenants allow for a maximum ratio of 4.0x.

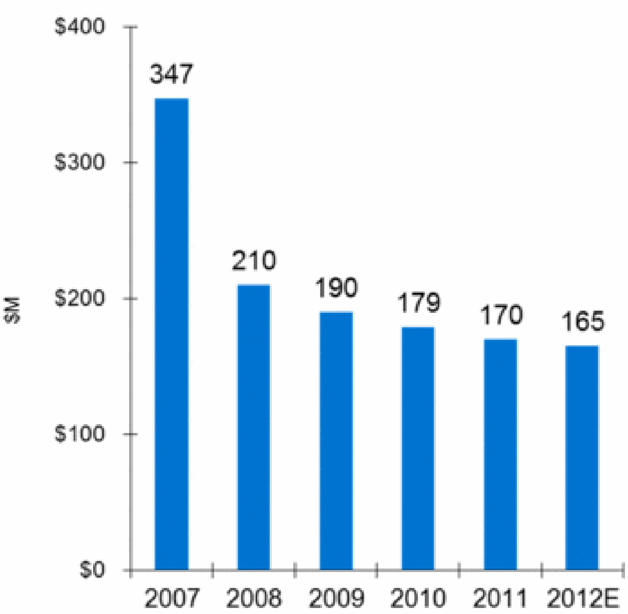
Asbestos Review
Limited and declining liability

4 years of declining payments

FY11 results
- FY11 payments down ~5% from FY10
- 4Q11 charge of $165M

2012 outlook
- Payments expected to approximate $165M
- No change in basic fact pattern

Annual Asbestos Payments



FY12 Earnings and Underlying FCF expected to be higher

Business Outlook

Favorable / Unfavorable
Impact on Earnings

Year-over-Year	1Q12 vs 1Q11	FY12 vs FY11	2012 Full Year Comments ($ pre-tax)
Price/Inflation Spread			▪ Price / Product mix: Up ~5% • Up across all regions ▪ Cost inflation: $200 to $230M • Higher commodities - soda ash, energy • Higher labor and benefit costs
Sales Volume			▪ Volume: Flat • EU tonnes shipped expected lower • Other regions flat to up
Other Mfg and Delivery Costs			▪ Lower tonnes produced: ~$40M impact • Temporary downtime in EU • Inventory control
Other Costs[1]			▪ Operating Expenses: down ~$15M ▪ Corporate: up ~$25M ▪ Net interest expense: down ~$20M ▪ ETR ~25%
Underlying Free Cash Flow [2] [2] Management defines underlying free cash flow as cash provided by continuing operating activities less capital spending from continuing operations, plus the addback of capital spending in China for replacement capacity lost due to the closure and potential sale of certain Chinese facilities. Management expects that the proceeds from the sale of these certain facilities should offset most or all of the replacement capacity capital spending in China.			▪ Underlying Free Cash Flow: ~ $250M • Capital expenditures: ~ $350M (underlying) [3] • Working capital: minimal source/use • Restructuring payments: at least ~$50M • Pension contributions: ~$95M • Asbestos payments: ~$165M

(1) Fx: The FY12 outlook excludes the impact of changes in foreign currency translation. If average FY12 exchange rates for the Euro, Brazilian Real, and Australian Dollar remain consistent with year-end 2011 levels, segment operating profit would decline by ~ $45M.

(3) Excludes ~$50M replacement capex in China

Concluding remarks and Q&A

Good progress in 2H11

- Operations stabilized
- Volumes up in all regions
- Strong free cash flow primarily used for net debt reduction

Higher 2012 pricing expected to offset high cost inflation

Underlying free cash flow expected to be approximately $250M in 2012

- Priorities - lower leverage ratio, Australia and Spain restructuring, and Brazilian brownfield expansion

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First quarter 2012 earnings dates

- Press release to be issued after market close Wednesday, April 25, 2012
- Earnings conference call Thursday, April 26, 2012 @ 8:30am ET

Appendix

Reconciliation of GAAP to non-GAAP items

$ Millions, except per-share amts	Three months ended December 31				Twelve months ended December 31			
	2011		2010		2011		2010	
	Earnings	EPS	Earnings	EPS	Earnings	EPS	Earnings	EPS
Earnings (loss) from continuing operations attributable to the Company	$ (774)	$ (4.71)	$ (83)	$ (0.51)	$ (511)	$ (3.12)	$ 258	$ 1.55
Items that management considers not representative of ongoing operations consistent with Segment Operating Profit								
• Charge to adjust the carrying value of the Asia Pacific region's goodwill	640	3.86			640	3.86		
• Charges for asbetos related costs	165	1.00	170	1.02	165	1.00	170	1.02
• Acquisition-related fair value inventory adjustments and restructuring, transaction and financing costs			18	0.11			27	0.16
• Charges for restructuring and asset impairment	63	0.38	3	0.02	91	0.54	11	0.07
• Net benefit related to changes in deferred tax valuation allowance and other tax-related items	(15)	(0.09)	(24)	(0.15)	(15)	(0.09)	(24)	(0.15)
• Non-cash tax benefit transferred from other comprehensive income (equity)			(8)	(0.05)			(8)	(0.05)
• Charges for note repurchase premiums and write-off of finance fees					24	0.15		
• Reconciling item for dilution effect[1]		0.04		0.01		0.03		
Adjusted net earnings	$ 79	$ 0.48	$ 76	$ 0.45	$ 394	$ 2.37	$ 434	$ 2.60
Diluted shares outstanding (millions)	165.7		165.8		166.0		167.1	

1) This reconciling item is related to the difference between the calculation of earnings per share for reported net earnings and adjusted net earnings. For reported net earnings, for the three months and full year ending December 31, 2011 and for the three months ended December 31, 2010, diluted earnings per share of common stock were equal to basic earnings per share due to the loss from continuing operations recorded in each period. Diluted shares outstanding were used to calculate adjusted earnings per share for the three months and full years ending December 31, 2011 and December 31, 2010.

Full Year 2011

Financial review

	Reportable Segments		
	Sales [1]	Operating Profit	Adjusted Net Income
	($ Millions)	($ Millions)	(Non-GAAP EPS)
FY10	**$6,596**	**$964**	**$2.60**
Sales volume	**335**	**75**	**0.34**
Price			
Price	**67**	**67**	**0.30**
Product mix	**(41)**		
Cost pass-through provision [2]	**(1)**		
Manufacturing and delivery [3]		**(208)**	**(0.92)**
Operating and other costs		**(31)**	**(0.12)**
Currency translation	**310**	**27**	**0.12**
Operational	**670**	**(70)**	**(0.28)**
Retained corporate costs			**0.04**
Net interest expense			**(0.19)**
Noncontrolling interests			**0.07**
Effective tax rate			**0.13**
Non-operational	**-**	**-**	**0.05**
Total reconciling items	**670**	**(70)**	**(0.23)**
FY11	**$7,266**	**$894**	**$2.37**

[1] Reportable segment sales in FY11 exclude $92 million of revenue, principally for the Company's global equipment sales business.
[2] Contractual cost pass-through provisions conducted on a monthly or quarterly basis had an immaterial effect on operating profit in FY11.
[3] Primarily relates to cost inflation.

Free cash flow

$ Millions	Three months ended December 31		Twelve months ended December 31	
	2011	2010	2011	2010
Net loss	$ (766)	$ (405)	$ (490)	$ (5)
Less: Loss (earnings) from discontinued ops	(3)	331	(1)	300
Earnings (loss) from continuing operations	(769)	(74)	(491)	295
Non-cash charges:				
Depreciation and amortization	109	109	454	410
Asbestos-related costs	165	170	165	170
Restructuring and asset impairment	71	5	112	13
Pension expense	23	19	91	73
Charge for goodwill impairment	641		641	
Charge for acquisition-related fair value inventory adjustments		21		26
All other non-cash charges	(25)	(12)	8	5
Payments and other reconciling items:				
Asbestos-related payments	(68)	(65)	(170)	(179)
Restructuring payments	(12)	(12)	(39)	(61)
Pension payments	(16)	(15)	(59)	(23)
Change in components of working capital	118	74	(107)	(71)
Change in non-current assets and liabilities	(13)	10	(100)	(58)
Cash provided by continuing operating activities	224	230	505	600
Additions to PP&E for continuing operations	(81)	(111)	(285)	(500)
Free Cash Flow (1)	$ 143	$ 119	$ 220	$ 100

(1) Free Cash Flow equals cash provided by continuing operating activities less capital spending from continuing operations.

Future change in pension reporting

Effective January 1, 2012

Segment Operating Profit Dollars in millions	Year Ended December 31, 2011						Year Ended December 31, 2010					
		As Reported		Pension change		Adjusted		As Reported		Pension change		Adjusted
Europe	$	325	$	20	$	345	$	324	$	16	$	340
North America		236		(24)		212		275		(24)		251
South America		250				250		224				224
Asia Pacific		83				83		141		3		144
Reportable segment totals		894		(4)		890		964		(5)		959
Items excluded from Segment Operating Profit:												
Retained corporate costs and other		(79)		4		(75)		(89)		5		(84)
Restructuring and asset impairment		(112)				(112)		(13)				(13)
Asbestos		(165)				(165)		(32)				(32)
Goodwill		(641)				(641)		(170)				(170)
Interest income		11				11		13				13
Interest expense		(314)				(314)		(249)				(249)
												-
Earnings from continuing operations												-
before income taxes	$	(406)	$	-	$	(406)	$	424	$	-	$	424

Future change in pension reporting

Effective January 1, 2012

Segment Operating Profit **Dollars in millions**	Three months ended December 31, 2011					Three months ended September 30, 2011				
		As Reported	Pension change		Adjusted		As Reported	Pension change		Adjusted
Europe	$	41	5	$	46	$	106	5	$	111
North America		48	(6)		42		73	(6)		67
South America		85			85		67			67
Asia Pacific		27			27		23			23
Reportable segment totals		201	(1)		200		269	(1)		268
Items excluded from Segment Operating Profit:										
Retained corporate costs and other		(28)	1		(27)		(24)	1		(23)
Restructuring and asset impairment		(71)			(71)		(29)			(29)
Charge for asbestos related costs		(165)			(165)					
Charge for goodwill impairment		(641)			(641)					
Interest income		3			3		2			2
Interest expense		(68)			(68)		(70)			(70)
Earnings from continuing operations										
before income taxes	$	(769)	0	$	(769)	$	148	0	$	148

Segment Operating Profit **Dollars in millions**	Three months ended June 30, 2011					Three months ended March 31, 2011				
		As Reported	Pension change		Adjusted		As Reported	Pension change		Adjusted
Europe	$	107	5	$	112	$	71	5	$	76
North America		56	(6)		50		59	(6)		53
South America		53			53		45			45
Asia Pacific		9			9		24			24
Reportable segment totals		225	(1)		224		199	(1)		198
Items excluded from Segment Operating Profit:										
Retained corporate costs and other		(14)	1		(13)		(13)	1		(12)
Restructuring and asset impairment		(4)			(4)		(8)			(8)
Charge for asbestos related costs										
Charge for goodwill impairment										
Interest income		3			3		3			3
Interest expense		(100)			(100)		(76)			(76)
Earnings from continuing operations										
before income taxes	$	110	0	$	110	$	105	0	$	105

Reconciliation of credit agreement EBITDA to net earnings attributable from continuing operations

$ Millions	Last 12 months ended December 31	
	2011	2010
Earnings (loss) from continuing operations	$ (491)	$ 295
Interest expense	314	249
Provision for income taxes	85	129
Depreciation	405	369
Amortization of intangibles	17	22
EBITDA	330	1,064
Adjustments in accordance with the Company's bank credit agreement:		
Asia Pacific goodwill adjustment	641	
Charges for asbestos-related costs	170	79
Pro forma EBITDA for acquistions (1)		46
Restructuring and asset impairment	112	13
Other		32
Credit Agreement EBITDA	$ 1,253	$ 1,234

(1) Based on historical EBITDA of acquired entities and for those periods not already included in net income from continuing operations.