

HAYES JOHN A
Form 4
September 19, 2012

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HAYES JOHN A

(Last) (First) (Middle)

BALL CORPORATION, 10 LONGS
PEAK DR.

(Street)

BROOMFIELD, CO 80021-2510

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BALL CORP [BLL]

3. Date of Earliest Transaction
(Month/Day/Year)

09/18/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

PRESIDENT & C.E.O. BALL CORP.

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ 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 Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	09/18/2012		M ⁽¹⁾		12,000	A \$ 14.0775	217,500.5556	D	
Common Stock	09/18/2012		S		5,000	D \$ 43.09	212,500.5556	D	
Common Stock	09/18/2012		S		2,000	D \$ 42.9	210,500.5556	D	
Common Stock	09/18/2012		S		100	D \$ 42.855	210,400.5556	D	
Common Stock	09/18/2012		S		100	D \$ 42.79	210,300.5556	D	

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Common Stock	09/18/2012	S	500	D	\$ 42.78	209,800.5556	D	
Common Stock	09/18/2012	S	4,300	D	\$ 42.75	205,500.5556	D	
Common Stock	09/18/2012	J ⁽²⁾	137.7134	A	\$ 43.12	205,638.269	D	
Common Stock						4,338.005	I	401(k) Plan ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 of Underlying Security (Instr. 3)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 14.0775	09/18/2012		M ⁽¹⁾			12,000	04/22/2004	04/22/2013	Common Stock
Deferred Compensation Company Stock Plan	⁽⁴⁾	09/18/2012		J ⁽⁵⁾		313.7602		⁽⁶⁾	⁽⁶⁾	Common Stock

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10% Owner Officer Other

HAYES JOHN A
BALL CORPORATION
10 LONGS PEAK DR.
BROOMFIELD, CO 80021-2510

X

PRESIDENT & C.E.O. BALL CORP.

Signatures

/s/ Janice L. Rodriguez, attorney-in-fact for Mr.
Hayes

09/19/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Exercise of stock options.
- (2) Dividend reinvestment in Ball Corporation's 2000 Deferred Compensation Company Stock Plan.
- (3) Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- (4) Each unit may be settled for a single share of stock or the equivalent amount of cash pursuant to the Ball Corporation Deferred Compensation Company Stock Plan.
- (5) Dividend reinvestment in Ball Corporation Deferred Compensation Company Stock Plan.
- (6) Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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