

Pauley Lisa Ann
Form 4
February 01, 2013

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pauley Lisa Ann

(Last) (First) (Middle)

10 LONGS PEAK DRIVE

(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)
01/30/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

SR VP, HR & Administration

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 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)
Common Stock	01/31/2013		J ⁽¹⁾	5,200 A	\$ 44.52	38,201.5337	D
Common Stock	01/31/2013		F ⁽²⁾	1,751 D	\$ 44.52	36,450.5337	D
Common Stock	01/31/2013		J ⁽¹⁾	9,300 A	\$ 44.52	143,426.473	I By Spouse (3)
Common Stock	01/31/2013		F ⁽²⁾	3,054 D	\$ 44.52	140,372.473	I By Spouse (3)
Common Stock					2,204.44	I	401(k) Plan (4)

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

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SEC 1474
(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 and An Underlying Sec (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A o N o
Stock Appreciation Rights (sars)	\$ 45.93	01/30/2013		A		20,500		01/30/2014	01/30/2023	Common Stock	2
Stock Appreciation Rights (sars)	\$ 45.93	01/30/2013		A		6,300		01/30/2014	01/30/2023	Common Stock	
Restricted Stock Units	<u>(5)</u>	01/30/2013		<u>A</u> ⁽⁶⁾		4,700		<u>(6)</u>	<u>(6)</u>	Common Stock	
Restricted Stock Units	<u>(5)</u>	01/30/2013		<u>A</u> ⁽⁶⁾		1,450		<u>(6)</u>	<u>(6)</u>	Common Stock	
Restricted Stock Units	<u>(5)</u>	01/31/2013		<u>J</u> ⁽⁷⁾		5,200		<u>(7)</u>	<u>(7)</u>	Common Stock	
Restricted Stock Units	<u>(5)</u>	01/31/2013		<u>J</u> ⁽⁷⁾		9,300		<u>(7)</u>	<u>(7)</u>	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Pauley Lisa Ann 10 LONGS PEAK DRIVE BROOMFIELD, CO 80021-2510	SR VP, HR & Administration

Signatures

/s/ Charles E. Baker, attorney-in-fact for Ms.
Pauley

02/01/2013

__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) Common stock acquired upon the lapse of Table II Restricted Stock Units.
- (2) Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II restricted stock units.
- (3) The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.
- (4) Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- (5) Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
- (6) Receipt of performance contingent restricted stock unit grant under the Ball Corporation Stock and Cash Incentive Plan, which vests in three years upon the attainment of the performance criteria.
- (7) Lapse of restricted stock units.

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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