

HOOVER R DAVID

Form 4

February 11, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOOVER R DAVID

(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)

02/08/2013

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)

CHAIRMAN OF THE BOARD

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 02/08/2013                              |                                                             | G                                    | V 39,842 D                                                              | \$ 44.75 343,053.2063                                                                                              | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/08/2013                              |                                                             | F <sup>(1)</sup>                     | 31,598 D                                                                | \$ 44.75 311,455.2063                                                                                              | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/08/2013                              |                                                             | G                                    | V 39,842 A                                                              | \$ 44.75 102,591                                                                                                   | I                                                                       | RDH<br>Trust                                                      |
| Common<br>Stock                       | 02/08/2013                              |                                                             | M <sup>(2)</sup>                     | 102,856 A                                                               | \$ 44.75 414,311.2063                                                                                              | D                                                                       |                                                                   |
| Common<br>Stock                       | 02/08/2013                              |                                                             | F <sup>(3)</sup>                     | 45,493 D                                                                | \$ 44.75 368,818.2063                                                                                              | D                                                                       |                                                                   |

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|              |            |                  |   |        |   |          |              |   |                            |
|--------------|------------|------------------|---|--------|---|----------|--------------|---|----------------------------|
| Common Stock | 02/08/2013 | G                | V | 57,363 | D | \$ 44.75 | 311,455.2063 | D |                            |
| Common Stock | 02/08/2013 | G                | V | 57,363 | A | \$ 44.75 | 159,954      | I | RDH Trust                  |
| Common Stock | 02/08/2013 | M <sup>(2)</sup> |   | 5,449  | A | \$ 44.52 | 316,904.2063 | D |                            |
| Common Stock | 02/08/2013 | F <sup>(3)</sup> |   | 2,410  | D | \$ 44.52 | 314,494.2063 | D |                            |
| Common Stock | 02/08/2013 | G                | V | 3,039  | D | \$ 44.52 | 311,455.2063 | D |                            |
| Common Stock | 02/08/2013 | G                | V | 3,039  | A | \$ 44.52 | 162,993      | I | RDH Trust                  |
| Common Stock |            |                  |   |        |   |          | 7,811.135    | I | 401(k) Plan <sup>(4)</sup> |
| Common Stock |            |                  |   |        |   |          | 287,813      | I | SAH Trust <sup>(5)</sup>   |

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 and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount Number Shares                                    |
| Deferred Compensation Company Stock Plan   | <u>(6)</u>                                             | 02/08/2013                           |                                                    | M <sup>(7)</sup>               | 102,856                                                                                 | <u>(8)</u> <u>(8)</u>                                    | Common Stock 102,8                                            |
| Deferred Compensation Company Stock Plan   | <u>(6)</u>                                             | 02/08/2013                           |                                                    | M <sup>(7)</sup>               | 5,449                                                                                   | <u>(8)</u> <u>(8)</u>                                    | Common Stock 5,44                                             |

## Reporting Owners

| Reporting Owner Name / Address                                                       | Relationships |           |         |                       |
|--------------------------------------------------------------------------------------|---------------|-----------|---------|-----------------------|
|                                                                                      | Director      | 10% Owner | Officer | Other                 |
| HOOVER R DAVID<br>BALL CORPORATION<br>10 LONGS PEAK DR.<br>BROOMFIELD, CO 80021-2510 | X             |           |         | CHAIRMAN OF THE BOARD |

## Signatures

/s/ Charles E. Baker, attorney-in-fact for Mr.  
Hoover

02/11/2013

\_\_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) Shares withheld for payment of the tax obligation upon the distribution of shares from the Ball Corporation 2000 Deferred Compensation Company Stock Plan.
  - (2) Shares acquired upon the distribution of shares from the Ball Corporation 2005 Deferred Compensation Company Stock Plan.
  - (3) Shares withheld for payment of the tax obligation upon the distribution of shares from the Ball Corporation 2005 Deferred Compensation Company Stock Plan.
  - (4) Total number of 401(k) Plan shares include shares previously acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
  - (5) The reporting person expressly disclaims beneficial ownership of the securities in the Suzanne A. Hoover Trust.
  - (6) 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.
  - (7) Distribution of shares from the Ball Corporation 2005 Deferred Compensation Plan due to retirement as an officer of the Company.
  - (8) Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.

### Remarks:

The distribution of 71,440 shares of Common Stock from the 2000 Deferred Compensation Plan on February 8, 2013, were pr

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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