

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-03-19** | Period of Report: **2013-03-15**
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REPORTING OWNER

Pauley Lisa Ann

CIK: **1397952**

Type: **4** | Act: **34** | File No.: **001-07349** | Film No.: **13700363**

Mailing Address
*10 LONGS PEAK DRIVE
BROOMFIELD CO
80021-2510*

ISSUER

BALL CORP

CIK: **9389** | IRS No.: **350160610** | State of Incorporation: **IN** | Fiscal Year End: **1231**
SIC: **3411** Metal cans

Mailing Address
*PO BOX 5000
BROOMFIELD CO
80038-5000*

Business Address
*10 LONGS PEAK DRIVE
BROOMFIELD CO
80021-2510
3034695511*

FORM 4

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

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Pauley Lisa Ann			2. Issuer Name and Ticker or Trading Symbol BALL CORP [BLL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) SR VP, HR & Administration		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2013					
10 LONGS PEAK DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street)								
BROOMFIELD, CO 80021-2510								
(City)	(State)	(Zip)						

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	03/15/2013		J ⁽¹⁾		9,9557	A	\$46.01	36,460.4894	D	
Common Stock	03/15/2013		J ⁽¹⁾		103.6738	A	\$46.01	140,599.3917	I	By Spouse ⁽²⁾
Common Stock	03/15/2013		J ⁽³⁾		91	A	\$46.01	36,551.4894	D	
Common Stock	03/15/2013		F ⁽⁴⁾		91	D	\$46.01	36,460.4894	D	
Common Stock	03/15/2013		F ⁽⁴⁾		768	D	\$46.01	142,231.3917	I	By Spouse ⁽²⁾
Common Stock	03/15/2013		J ⁽³⁾		2,400	A	\$46.01	142,999.3917	I	By Spouse ⁽²⁾
Common Stock								2,260.681	I	401(k) Plan ⁽⁵⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Deferred Compensation Company Stock Plan	(6)	03/15/2013		J ⁽⁷⁾		111.7348		(8)	(8)	Common Stock	111.7348	\$46.01	39,657.1278	D	
Deferred Compensation Company Stock Plan	(6)	03/15/2013		J ⁽⁷⁾		270.5638		(8)	(8)	Common Stock	270.5638	\$46.01	96,029.3476	I	By Spouse ⁽²⁾
Restricted Stock Units	(9)	03/15/2013		J ⁽¹⁰⁾		2,700		(10)	(10)	Common Stock	2,700	\$46.01	20,200	D	

Restricted Stock Units	(9)	03/15/2013	J (10)		2,400	(10)	(10)	Common Stock	2,400	\$46.01	20,450	I	By Spouse (2)
Deferred Compensation Company Stock Plan	(6)	03/15/2013	J (11)	2,956.7505		(8)	(8)	Common Stock	2,956.7505	\$46.01	42,613.8783	D	

Explanation of Responses:

1. Dividend reinvestment in Ball Corporation's 2000 Deferred Compensation Company Stock Plan.
2. The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.
3. Common stock acquired upon the lapse of Table II Deposit Share Program (DSP) Restricted Stock Units (RSUs).
4. Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II DSP Restricted Stock Units.
5. Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
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. Dividend reinvestment in Ball Corporation's Deferred Compensation Company Stock Plan.
8. Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.
9. Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
10. Lapse of DSP Restricted Stock Units.
11. Lapse of DSP Restricted Stock Units deferred into Ball Corporation's Deferred Compensation Company Stock Plan and may include company match.

Signatures

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

** Signature of Reporting Person

03/19/2013

Date

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.