Pauley Lisa Ann Form 4 January 26, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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

(Print or Type Responses)

1(b).

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

2. Issuer Name and Ticker or Trading Symbol

Issuer

(Check all applicable)

(Last)

Security

(Instr. 3)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

BALL CORP [BLL]

01/25/2012

Director 10% Owner Other (specify

5. Relationship of Reporting Person(s) to

X_ Officer (give title below) below) SR VP, HR & Administration

10 LONGS PEAK DRIVE

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

BROOMFIELD, CO 80021-2510

(Street)

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

3. 4. Securities Execution Date, if TransactionAcquired (A) or

Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

(Month/Day/Year)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Stock Appreciation Rights (sars)	\$ 37.7	01/25/2012		A(1)		20,200		01/25/2013	01/25/2022	Common Stock	20,2
SARS By Spouse	\$ 37.7	01/25/2012		A(1)		24,800		01/25/2013	01/25/2022	Common Stock	24,8
Restricted Stock Units	<u>(3)</u>	01/25/2012		A(4)		5,500		<u>(4)</u>	<u>(4)</u>	Common Stock	5,5
Restricted Stock Units	<u>(3)</u>	01/25/2012		A(4)		6,700		<u>(4)</u>	<u>(4)</u>	Common Stock	6,7

Reporting Owners

Reporting Owner Name / Address	Retutionships					
	Director	10% Owner	Officer	Other		

Pauley Lisa Ann 10 LONGS PEAK DRIVE BROOMFIELD, CO 80021-2510

SR VP, HR & Administration

Signatures

/s/ Robert W. McClelland, attorney-in-fact for Ms. Pauley

01/26/2012

Deletionship

**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) SARs (Stock Appreciation Rights) granted under the Ball Corporation Stock and Cash Incentive Plan. The stock appreciation rights vest in four annual installments beginning one year after date of grant.
- (2) The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.
- (3) Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
- (4) Receipt of performance contingent restricted stock unit award under the Ball Corporation Stock and Cash Incentive Plan, which vests in three years upon the attainment of the performance criteria.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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