

HOOVER R DAVID  
 Form 4  
 February 14, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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**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

(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)  
 02/10/2012

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)

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 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 or Price		
Common Stock	02/10/2012		F(1)		28,047 D \$ 35.71	D	
Common Stock	02/10/2012		F(2)		56,620 D \$ 35.71	D	
Common Stock	02/10/2012		F(2)		2,381 D \$ 39.26	D	
Common Stock	02/10/2012		M(3)		6,009 A \$ 39.26	D	
Common Stock	02/10/2012		M(3)		142,871 A \$ 35.71	D	

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Common Stock	7,668.547	I	401(k) Plan <sup>(4)</sup>
Common Stock	74,708	I	RDH Trust
Common Stock	366,002	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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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 Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Deferred Compensation Company Stock Plan	<u>(6)</u>	02/10/2012		<u>M(7)</u>	142,871	<u>(8)</u>	<u>(8)</u>	Common Stock	142,871
Deferred Compensation Company Stock Plan	<u>(6)</u>	02/10/2012		<u>M(7)</u>	6,009	<u>(8)</u>	<u>(8)</u>	Common Stock	6,009

## Reporting Owners

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

## Signatures

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

02/14/2012

\_\_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) 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 withheld for payment of the tax obligation on the lapse of deferred compensation payment under the Ball Corporation 2005 Deferred Compensation Company Stock Plan
- (3) Shares acquired upon the distribution of shares from the Ball Corporation 2005 Deferred Compensation Company Stock Plan.
- (4) Total number of 401(k) Plan shares 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 70,773 shares of Common Stock from the 2000 Deferred Compensation Plan on February 10, 2012, were p

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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