

BALL CORP
Form 4
February 11, 2014

FORM 4

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

OMB APPROVAL

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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)
02/07/2014

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 02/07/2014 | | J ⁽¹⁾ | 41,365 D \$ 51.66 | 222,850.5362 | D | |
| Common Stock | 02/07/2014 | | J ⁽¹⁾ | 41,365 A \$ 51.66 | 203,229 | I | RDH Trust |
| Common Stock | 02/07/2014 | | F ⁽²⁾ | 30,882 D \$ 51.66 | 191,968.5362 | D | |
| Common Stock | 02/07/2014 | | J ⁽³⁾ | 12,006 A \$ 51.66 | 215,235 | I | RDH Trust |
| Common Stock | 02/07/2014 | | F ⁽⁴⁾ | 3,557 D \$ 51.66 | 211,678 | I | RDH Trust |
| | | | | | 7,887.793 | I | |

| | | | |
|--------------|---------|---|----------------------------|
| Common Stock | | | 401(k) Plan ⁽⁵⁾ |
| Common Stock | 120,000 | I | By GRAT |
| Common Stock | 177,485 | I | SAH Trust ⁽⁶⁾ |

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

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 control number.

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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 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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|------------------------------------|-----|--|---|----------------------------|
| | | | | | (A) | (D) | | | |
| Deferred Compensation Company Stock Plan | <u>(7)</u> | 02/07/2014 | | <u>J(3)</u> | 12,006 | | <u>(8)</u> <u>(8)</u> | Common Stock | 12,006 |

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 | | |

Signatures

/s/ Robert W. McClelland, attorney-in-fact for Mr. Hoover

02/11/2014

 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) Distribution of shares from the Ball Corporation 2000 Deferred Compensation Plan due to retirement as an officer of the Company.
- (2) Shares withheld for payment of the tax obligation upon the distribution of 72,247 shares from the Ball Corporation 2000 Deferred Compensation Company Stock Plan.
- (3) Distribution of shares from the Ball Corporation 2005 Deferred Compensation Plan due to retirement as an officer of the Company.
- (4) Shares withheld for payment of the tax obligation upon the distribution of shares from the Ball Corporation 2005 Deferred Compensation Company Stock Plan.
- (5) Total number of 401(k) Plan shares include shares previously acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- (6) The reporting person expressly disclaims beneficial ownership of the securities in the Suzanne A. Hoover Trust.
- (7) Each unit may be settled for a single share of stock or the equivalent amount of cash pursuant to the Ball Corporation 2005 Deferred Compensation Company Stock Plan.
- (8) Stock units in Ball Corporation's 2005 Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.

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.