FORM 4

### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPRO |
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of SEABROOK R                       |  |  | 2. Issuer Name and Ticker or Trading Symbol BALL CORP [ BLL ] |  | ionship of Reporting Perso<br>all applicable)<br>Director<br>Officer (give title<br>below) | on(s) to Issuer  10% Owner Other (specify below) |  |  |  |
|---|--|--|---|--|--|--|--|--|--|
| BALL CORPORAT   |  |  | 3. Date of Earliest Transaction (Month/Day/Year) 12/15/2006   |  | EXEC. V.P.,  | & CFO  |  |  |  |
| (Street) BROOMFIELD CO 80021-2510  (City) (State) (Zip) |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)      | 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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               |         | 5. Amount of<br>Securities<br>Beneficially Owned<br>Following Reported | 6. Ownership<br>Form: Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|---|---|--|---------------|---------|--|---|---|
|                                 |  |   | Code                                    | v | Amount   | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                     |   | (Instr. 4)  |
| Common Stock                    | 12/15/2006                                 |   | J <sup>(1)</sup>                        |   | 246  | A             | \$43.51 | 257,977  | D   |   |
| Common Stock                    |  |   |   |   |  |               |         | 391  | I   | 401(k)<br>plan                                      |
| Common Stock                    |  |   |   |   |  |               |         | 2,755  | I   | by<br>Daughter <sup>(2)</sup>                       |
| Common Stock                    |  |   |   |   |  |               |         | 2,755  | I   | by Son <sup>(2)</sup>                               |

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

| 1. Title of<br>Derivative<br>Security (Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | Derivative |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security (Instr.<br>3 and 4) |                                  | Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|--|---|------|---|------------|-----|--|--------------------|--|----------------------------------|--------------------------------------|--|--|--|
|  |   |  |   | Code | v | (A)        | (D) | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |                                      | Transaction(s)<br>(Instr. 4)   |  |  |

## Explanation of Responses:

- $1.\ Dividend\ reinvestment\ in\ Ball\ Corporation\ Deferred\ Compensation\ Company\ Stock\ Plan.$
- $2. \ The \ reporting \ person \ expressly \ disclaims \ beneficial \ ownership \ of \ these \ securities.$

#### Remarks:

Total number of Common Shares directly owned includes shares acquired through participation in the Ball Corporation Employee Stock Purchase Plan. Total number of 401(k) Plan shares includes shares acquired through periodic dividend reinvestment and employer matching contributions.

By: Charles E. Baker,

VP,GenCoun&AsstCorpSec For: 12/18/2006

Raymond J. Seabrook

\*\* Signature of Reporting Person 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.