

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

**FORM 8-K**

**Current Report**  
**Pursuant to Section 13 or 15(D) of the**  
**Securities Exchange Act of 1934**

**August 4, 2016**  
(Date of earliest event reported)

**BALL CORPORATION**

(Exact name of Registrant as specified in its charter)

|                             |                          |                                      |
|-----------------------------|--------------------------|--------------------------------------|
| <u>Indiana</u>              | <u>001-07349</u>         | <u>35-0160610</u>                    |
| (State of<br>Incorporation) | (Commission<br>File No.) | (IRS Employer<br>Identification No.) |

10 Longs Peak Drive, P.O. Box 5000, Broomfield, CO 80021-2510  
(Address of principal executive offices, including ZIP Code)

(303) 469-3131  
(Registrant's telephone number, including area code)

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On August 4, 2016, the Board of Directors elected Cynthia A. Niekamp and Daniel J. Heinrich as Directors of the Company. Ms. Niekamp and Mr. Heinrich will serve on the Board of Directors as Class I directors whose term expires at the 2019 annual meeting of shareholders.

A copy of the press release is attached hereto as Exhibit 99.1.

**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On August 4, 2016, the Board of Directors of the Company amended the Bylaws to increase the Board of Directors from nine to eleven, by increasing to four the number of director positions in Class I. Exhibit 3(ii) attached hereto provides the text of the amendment.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

The following are furnished as exhibits to this report:

|               |  |
|---------------|--|
| Exhibit 3(ii) | Article 3, Section A of the Amended Bylaws.          |
| Exhibit 99.1  | Ball Corporation Press Release dated August 4, 2016. |

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BALL CORPORATION  
(Registrant)

By: /s/ Scott C. Morrison

Name: Scott C. Morrison  
Title: Senior Vice President and  
Chief Financial Officer

Date: August 4, 2016

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**Ball Corporation**  
**Form 8-K**  
**August 4, 2016**

**EXHIBIT INDEX**

| <b>Description</b>                                   | <b>Exhibit</b> |
|--|----------------|
| Article 3, Section A of the Amended Bylaws.          | 3(ii)          |
| Ball Corporation Press Release dated August 4, 2016. | 99.1           |

Number and Terms of Office: The business of the Corporation shall be controlled and managed in accordance with the Indiana Business Corporation Law by a board of eleven directors, divided into classes as provided in the Amended Articles of Incorporation.



**News Release**  
**For Immediate Release**  
[www.ball.com](http://www.ball.com)

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## **Ball Corporation Board Elects Cynthia A. Niekamp and Daniel J. Heinrich as New Members**

**BROOMFIELD, Colo., August 4, 2016** — [Ball Corporation's](http://www.ball.com) (NYSE: BLL) board of directors has elected Cynthia A. Niekamp, retired senior vice president from PPG Industries, Inc., and Daniel J. Heinrich, former executive vice president and chief financial officer from The Clorox Company, to serve as directors of the Corporation.

Niekamp, 57, served at PPG Industries for seven years, most recently as senior vice president of automotive coatings. Prior to that, she served as president and general manager of TorqTransfer Systems at BorgWarner Inc.; senior vice president and chief financial officer at MeadWestvaco Corporation (now WestRock Company); and in various leadership roles at TRW, Inc. and General Motors Corporation. Niekamp currently serves on the board of directors for Magna International Inc.

Heinrich, 60, worked at The Clorox Company for 11 years, serving as executive vice president and chief financial officer for 9 years. Previous roles include senior vice president and treasurer at Transamerica Finance Corporation; senior vice president, treasurer and controller at Granite Management Company; and senior vice president, chief accounting officer and controller at First Nationwide Bank. Heinrich currently serves on the board of directors for ARAMARK and Edgewell Personal Care Company.

"We are pleased to welcome Cindy and Dan to Ball's board of directors," said John A. Hayes, chairman, president and chief executive officer. "They share our values, and the breadth of their industry, operational and financial experience is the perfect complement to our current board makeup as we continue to position Ball for long-term success."

### **About Ball Corporation**

Ball Corporation supplies innovative, sustainable packaging solutions for beverage, food and household products customers, as well as aerospace and other technologies and services primarily for the U.S. government. Ball Corporation and its subsidiaries employ 18,700 people worldwide and pro forma 2015 net sales were \$11 billion. For more information, visit [www.ball.com](http://www.ball.com), or connect with us on [Facebook](https://www.facebook.com/ballcorp) or [Twitter](https://twitter.com/ballcorp).

### **Forward-Looking Statements**

This release contains "forward-looking" statements concerning future events and financial performance. Words such as "expects," "anticipates," "estimates" and similar expressions identify forward-looking statements. Such statements are subject to risks and uncertainties, which could cause actual results to differ materially from those expressed or implied. The company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Key risks and uncertainties are summarized in filings with the Securities and Exchange Commission, including Exhibit 99 in our Form 10-K, which are available on our website and at [www.sec.gov](http://www.sec.gov). Factors that might affect: a) our packaging segments include product demand fluctuations; availability/cost of raw materials; competitive packaging, pricing and substitution; changes in climate and weather; competitive activity; failure to achieve synergies, productivity improvements or cost reductions; mandatory deposit or other restrictive packaging laws; customer and supplier consolidation, power and supply chain influence; changes in major customer or supplier contracts or loss of a major customer or supplier; political instability and sanctions; currency controls; and changes in foreign exchange or tax rates; b) our aerospace segment include funding, authorization, availability and returns of government and commercial contracts; and delays, extensions and technical uncertainties affecting segment contracts; c) the company as a whole include those listed plus: changes in senior management; regulatory action or issues including tax, environmental, health and workplace safety, including U.S. FDA and other actions or public concerns affecting products filled in our containers, or chemicals or substances used in raw materials or in the manufacturing

process; technological developments and innovations; litigation; strikes; labor cost changes; rates of return on assets of the company's defined benefit retirement plans; pension changes; uncertainties surrounding the U.S. government budget, sequestration and debt limit; reduced cash flow; ability to achieve cost-out initiatives and synergies; interest rates affecting our debt; and successful or unsuccessful acquisitions and divestitures, including with respect to the Rexam PLC acquisition or the associated divestiture; the effect of the acquisition or the divestiture on our business relationships, operating results and business generally; the outcome of any legal proceedings that may be instituted against us related to the acquisition or the divestiture.

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