

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287
 Estimated average burden hours per response: 0.5

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 Reporting Person <u>HOOVER R DAVID</u> (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 <u>BALL CORP [BLL]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>CHAIRMAN OF THE BOARD</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/31/2012</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	(A) or (D)	Price			
Common Stock	01/31/2012		J ⁽¹⁾		106,500	A	\$39.26	118,459	I	RDH Trust
Common Stock	01/31/2012		F ⁽²⁾		43,751	D	\$39.26	74,708	I	RDH Trust
Common Stock	02/01/2012		M ⁽³⁾		12,000	A	\$11.8725	412,408.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		12,000	D	\$40	400,408.872	D	
Common Stock	02/01/2012		M ⁽³⁾		25,000	A	\$11.8725	425,408.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		100	D	\$39.62	425,308.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		1,080	D	\$39.54	424,228.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		100	D	\$39.47	424,128.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		315	D	\$39.61	423,813.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		2,100	D	\$39.59	421,713.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		500	D	\$39.52	421,213.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		1,100	D	\$39.55	420,113.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		100	D	\$39.555	420,013.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		3,444	D	\$39.53	416,569.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		100	D	\$39.49	416,469.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		5,000	D	\$39.45	411,469.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		5,083	D	\$39.48	406,386.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		300	D	\$39.57	406,086.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		5,000	D	\$39.5	401,086.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		300	D	\$39.5201	400,786.872	D	
Common Stock	02/01/2012		S ⁽⁴⁾		378	D	\$39.51	400,408.872	D	
Common Stock								7,668.547	I	401(k) Plan ⁽⁵⁾
Common Stock								366,002	I	SAH Trust ⁽⁶⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(7)	01/31/2012		J ⁽⁸⁾			112,000	(8)	(8)	Common Stock	112,000	\$39.26	96,108	D	
Deferred Compensation Company Stock Plan	(9)	01/31/2012		J ⁽¹⁰⁾		6,009.4244		(11)	(11)	Common Stock	6,009.4244	\$39.26	441,460.7107	D	
Employee Stock Option (Right to Buy)	\$11.8725	02/01/2012		M ⁽³⁾			12,000	(12)	04/23/2012	Common Stock	12,000	\$0	115,000	D	
Employee Stock Option (Right to Buy)	\$11.8725	02/01/2012		M ⁽³⁾			25,000	(12)	04/23/2012	Common Stock	25,000	\$0	90,000	D	

Explanation of Responses:

1. Common stock acquired upon the lapse of Table II Restricted Stock Units.
2. Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II restricted stock units.
3. Exercise of stock options in accordance with reporting person's pre-arranged 10b5-1 plan adopted by the reporting person on December 14, 2011.
4. Sale of stock in accordance with reporting person's pre-arranged 10b5-1 plan adopted by the reporting person on December 14, 2011.
5. Total number of 401(k) Plan shares 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 restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
8. Lapse of restricted stock units.
9. 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.
10. Lapsed restricted stock units deferred into Ball Corporation's Deferred Compensation Company Stock Plan as stock units and may include company match.
11. Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.
12. Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of the grant of the stock option.

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

02/02/2012

** 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.

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