

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>BRADFORD DOUGLAS K</u>  (Last) (First) (Middle) <u>BALL CORPORATION</u> <u>10 LONGS PEAK DR.</u>  (Street) <u>BROOMFIELD CO 80021-2510</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BALL CORP [ BLL ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>05/01/2012</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>V.P. FINANCIAL REPORTING &amp; TAX</u>  6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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**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	05/01/2012		M <sup>(1)</sup>		9,000	A	\$14.0775	69,832.0355	D	
Common Stock	05/01/2012		s		300	D	\$42.07	69,532.0355	D	
Common Stock	05/01/2012		s		300	D	\$42.06	69,232.0355	D	
Common Stock	05/01/2012		s		100	D	\$42.05	69,132.0355	D	
Common Stock	05/01/2012		s		300	D	\$42.04	68,832.0355	D	
Common Stock	05/01/2012		s		700	D	\$42.03	68,132.0355	D	
Common Stock	05/01/2012		s		2,400	D	\$42.02	65,732.0355	D	
Common Stock	05/01/2012		s		300	D	\$42.01	65,432.0355	D	
Common Stock	05/01/2012		s		720	D	\$41.99	64,712.0355	D	
Common Stock	05/01/2012		s		1,000	D	\$41.985	63,712.0355	D	
Common Stock	05/01/2012		s		1,680	D	\$41.98	62,032.0355	D	
Common Stock	05/01/2012		s		1,200	D	\$41.97	60,832.0355	D	
Common Stock	05/01/2012		M <sup>(2)</sup>		9,000	A	\$14.0775	69,832.0355	D	
Common Stock	05/01/2012		s		300	D	\$42.08	69,532.0355	D	
Common Stock	05/01/2012		s		600	D	\$42.07	68,932.0355	D	
Common Stock	05/01/2012		s		300	D	\$42.06	68,632.0355	D	
Common Stock	05/01/2012		s		600	D	\$42.04	68,032.0355	D	
Common Stock	05/01/2012		s		600	D	\$42.03	67,432.0355	D	
Common Stock	05/01/2012		s		200	D	\$42.025	67,232.0355	D	
Common Stock	05/01/2012		s		2,000	D	\$42.02	65,232.0355	D	
Common Stock	05/01/2012		s		823	D	\$42.015	64,409.0355	D	
Common Stock	05/01/2012		s		2,300	D	\$41.985	62,109.0355	D	
Common Stock	05/01/2012		s		300	D	\$41.975	61,809.0355	D	
Common Stock	05/01/2012		s		977	D	\$41.97	60,832.0355	D	
Common Stock	05/02/2012		s		14,156	D	\$41.3655	46,676.0355	D	
Common Stock	05/02/2012		s		144	D	\$41.35	46,532.0355	D	
Common Stock	05/02/2012		s		400	D	\$41.395	46,132.0355	D	
Common Stock	05/02/2012		s		300	D	\$41.39	45,832.0355	D	
Common Stock								446.915	I	401(k) Plan <sup>(3)</sup>

**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				
Employee Stock Option (Right to Buy)	\$14.0775	05/01/2012		M <sup>(2)</sup>			9,000	04/22/2004	04/22/2013	Common Stock	9,000	\$0	0	D	
Stock Option (iso) (Right to Buy)	\$14.0775	05/01/2012		M <sup>(1)</sup>			9,000	04/22/2004	04/22/2013	Common Stock	9,000	\$0	0	D	

**Explanation of Responses:**

1. Exercise of incentive stock options (ISOs).
2. Exercise of stock options.
3. Total number of 401(k) Plan shares previously acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.

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

05/03/2012

\*\* 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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