

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

## 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>HAYES JOHN A</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 [ BL ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>01/30/2013</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>PRESIDENT &amp; C.E.O. BALL CORP.</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/31/2013		J <sup>(1)</sup>		2,258	A	\$44.52	142,617.9949	D	
Common Stock	01/31/2013		F <sup>(2)</sup>		2,258	D	\$44.52	140,359.9949	D	
Common Stock								4,354.98	I	401(k) Plan <sup>(3)</sup>
Common Stock								68,200	I	JAH Irrevocable Trust <sup>(4)</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				
Stock Appreciation Rights (sars)	\$45.93	01/30/2013		A <sup>(5)</sup>		182,400		01/30/2014	01/30/2023	Common Stock	182,400	\$0	182,400	D	
Restricted Stock Units	(6)	01/30/2013		A <sup>(7)</sup>		42,000		(7)	(7)	Common Stock	42,000	\$45.93	232,230	D	
Restricted Stock Units	(6)	01/31/2013		J <sup>(8)</sup>			58,000	(8)	(8)	Common Stock	58,000	\$44.52	174,230	D	
Deferred Compensation Company Stock Plan	(9)	01/31/2013		J <sup>(10)</sup>		56,191.2363		(11)	(11)	Common Stock	56,191.2363	\$44.52	151,460.7967	D	

## Explanation of Responses:

- Common stock acquired upon the lapse of Table II Restricted Stock Units.
- Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II restricted stock units.
- Due to expiration of the ESOP feature of the Ball Corporation Salary Conversion and Employee Stock Ownership Plan, the Corporation distributed final, unallocated balance of shares into the reporting person's 401(k) Plan Ball Common Stock Fund.
- The reporting person expressly disclaims beneficial ownership of these securities.
- SARs (Stock Appreciation Rights) granted under the Ball Corporation Stock and Cash Incentive Plan. The stock appreciation rights vest in four annual installments beginning one year after date of grant.
- Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
- Receipt of performance contingent restricted stock unit award under the Ball Corporation Stock and Cash Incentive Plan, which vests in three years upon the attainment of the performance criteria.
- Lapse of restricted stock units.
- 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.
- Lapse of restrictions on Performance Contingent Restricted Stock Units as a result of attainment of the performance criteria. Units deferred to the Deferred Compensation Company Stock Plan and may include company match.
- Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.

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

02/01/2013

\*\* 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.