

**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>Pauley Lisa Ann</u>  (Last) (First) (Middle) <u>10 LONGS PEAK DRIVE</u>  (Street) <u>BROOMFIELD CO 80021-2510</u>  (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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SR VP, HR &amp; Administration</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/14/2014</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 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	03/14/2014		J <sup>(1)</sup>		90	A	\$54.03	36,580.3096	D	
Common Stock	03/14/2014		F <sup>(2)</sup>		90	D	\$54.03	36,490.3096	D	
Common Stock	03/17/2014		M <sup>(3)</sup>		2,800	A	\$17.055	39,290.3096	D	
Common Stock	03/17/2014		S		2,800	D	\$54.03	36,490.3096	D	
Common Stock	03/17/2014		J <sup>(4)</sup>		8,495	A	\$54.53	36,498.8046	D	
Common Stock	03/17/2014		J <sup>(4)</sup>		48,4966	A	\$54.53	145,642.7234	I	By Spouse <sup>(5)</sup>
Common Stock								2,496.098	I	401(k) Plan <sup>(6)</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				
Restricted Stock Units	(7)	03/14/2014		J <sup>(8)</sup>			2,700	(8)	(8)	Common Stock	2,700	\$54.03	18,350	D	
Deferred Compensation Company Stock Plan	(9)	03/14/2014		J <sup>(10)</sup>		2,610		(11)	(11)	Common Stock	2,610	\$54.03	49,451.214	D	
Stock Option (iso) (Right to Buy)	\$17.055	03/17/2014		M <sup>(3)</sup>		2,800		(12)	04/29/2014	Common Stock	2,800	\$0	0	D	
Deferred Compensation Company Stock Plan	(9)	03/17/2014		J <sup>(13)</sup>		111.6699		(11)	(11)	Common Stock	111.6699	\$54.53	49,562.8839	D	
Deferred Compensation Company Stock Plan	(9)	03/17/2014		J <sup>(13)</sup>		221.0235		(11)	(11)	Common Stock	221.0235	\$54.53	92,931.7965	I	By Spouse <sup>(5)</sup>

**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.
- Exercise of Incentive Stock Options (ISO)
- Dividend reinvestment in Ball Corporation's 2000 Deferred Compensation Company Stock Plan.
- The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.
- Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
- 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.
- Lapsed restricted stock units deferred into Ball Corporation's Deferred Compensation Company Stock Plan as stock units 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.
- Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of the grant of the incentive stock option.
- Dividend reinvestment in Ball Corporation's Deferred Compensation Company Stock Plan.

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.**