

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>HAYES JOHN A</u> (Last) (First) (Middle) <u>BALL CORPORATION</u> <u>10 LONGS PEAK DR.</u> (Street) <u>BROOMFIELD</u> <u>CO</u> <u>80021-2510</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BALL CORP</u> [<u>BL</u>] 3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2015</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>CHAIRMAN, PRESIDENT & C.E.O.</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
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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	02/04/2015		J ⁽¹⁾		55,800	A	\$66.15	206,036.0895	D	
Common Stock	02/04/2015		F ⁽²⁾		23,953	D	\$66.15	182,083.0895	D	
Common Stock								4,438.838	I	401(k) Plan ⁽³⁾
Common Stock								58,200	I	JAH Irrevocable Trust ⁽⁴⁾

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	(5)	02/04/2015		J ⁽⁶⁾			55,800	(6)	(6)	Common Stock	55,800	\$66.15	93,400	D	
Restricted Stock Units	(5)	02/04/2015		A ⁽⁷⁾		154,930		(7)	(7)	Common Stock	154,930	\$66.15	248,330	D	
Stock Appreciation Rights (sars)	\$66.15	02/04/2015		A ⁽⁸⁾		33,258		02/04/2016	02/04/2025	Common Stock	33,258	\$0	33,258	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. Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
4. The reporting person expressly disclaims beneficial ownership of these securities.
5. Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
6. Lapse of restricted stock units.
7. Restricted Stock Units awarded under the Ball Corporation Stock and Cash Incentive Plan.
8. 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.

/s/ Janice L. Rodriguez, attorney-in-fact for Mr. Hayes 02/06/2015

** 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.