

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 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>01/31/2020</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 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	01/31/2020		M		67,340 ⁽¹⁾	A	\$72.18	506,010.2832	D	
Common Stock	01/31/2020		F		29,529 ⁽²⁾	D	\$72.18	476,481.2832	D	
Common Stock	01/31/2020		M		46,280 ⁽³⁾	A	\$72.18	522,761.2832	D	
Common Stock	01/31/2020		F		20,294 ⁽²⁾	D	\$72.18	502,467.2832	D	
Common Stock								9,329.309	I	401(k) Plan ⁽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)	01/31/2020		M		15,936		(6)	(6)	Common Stock	15,936	\$0.00	310,559	D	
Restricted Stock Units	(5)	01/31/2020		M			67,340	(7)	(7)	Common Stock	67,340	\$0.00	243,219	D	
Restricted Stock Units	(5)	01/31/2020		M			46,280	(8)	(8)	Common Stock	46,280	\$0.00	196,939	D	
Restricted Stock Units	(5)	01/31/2020		M			16,260	(9)	(9)	Common Stock	16,260	\$0.00	180,679	D	

Explanation of Responses:

- Common stock acquired upon the lapse of Table II Special Acquisition Restricted Stock Units (SAIP) based on the applicable Ball Corporation Stock and Cash Incentive Plan performance factor and in accordance with the provisions of said Plan.
- Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II restricted stock units.
- Common stock acquired upon the lapse of Table II Performance Contingent Restricted Stock Units based on the applicable Ball Corporation Stock and Cash Incentive Plan performance factor and in accordance with the provisions of said Plan.
- 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.
- Restricted stock units that lapsed based upon the calculation of the attainment of the original award above target. Relates to final payout of the SAIP RSU award originally granted to certain employees on July 27, 2016, subsequent to the completion of the acquisition of Rexam PLC.
- Lapse of restrictions on Special Acquisition Restricted Stock Units (SAIP) as a result of attainment of the performance criteria.
- Lapse of restrictions on Performance Contingent Restricted Stock Units as a result of attainment of the performance criteria.
- Performance Contingent Restricted Stock Units that did not lapse and were forfeited based upon the calculation of the attainment of the original award.

Remarks:

/s/ Charles E. Baker attorney-in-fact for Mr. Hayes 02/04/2020

** 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.