

Barker Shawn M  
 Form 4  
 February 02, 2012

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Barker Shawn M

(Last) (First) (Middle)

10 LONGS PEAK DRIVE

(Street)

BROOMFIELD, CO 80021

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 BALL CORP [BLL]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/31/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Vice President & Controller

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	01/31/2012		M <sup>(1)</sup>	9,400 A \$ 25.225	17,158.2977	D	
Common Stock	01/31/2012		M <sup>(2)</sup>	1,127 A \$ 25.055	18,285.2977	D	
Common Stock	01/31/2012		M <sup>(1)</sup>	7,500 A \$ 20.04	25,785.2977	D	
Common Stock	01/31/2012		M <sup>(2)</sup>	100 A \$ 25.055	25,885.2977	D	
Common Stock	01/31/2012		S	100 D \$ 39.16	25,785.2977	D	

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Common Stock	01/31/2012	<u>M</u> (2)	774	A	\$ 24.66	26,559.2977	D	
Common Stock	01/31/2012	<u>M</u> (2)	529	A	\$ 24.66	27,088.2977	D	
Common Stock	01/31/2012	S	529	D	\$ 39.17	26,559.2977	D	
Common Stock	01/31/2012	<u>M</u> (2)	336	A	\$ 24.66	26,895.2977	D	
Common Stock	01/31/2012	S	336	D	\$ 39.16	26,559.2977	D	
Common Stock	01/31/2012	<u>M</u> (2)	611	A	\$ 24.66	27,170.2977	D	
Common Stock	01/31/2012	S	611	D	\$ 39.15	26,559.2977	D	
Common Stock	01/31/2012	<u>J</u> (3)	2,000	A	\$ 39.26	28,559.2977	D	
Common Stock	01/31/2012	<u>F</u> (4)	706	D	\$ 39.26	27,853.2977	D	
Common Stock	01/31/2012	<u>M</u> (1)	1,500	A	\$ 25.055	29,353.2977	D	
Common Stock	01/31/2012	<u>M</u> (1)	750	A	\$ 24.66	30,103.2977	D	
Common Stock	01/31/2012	<u>M</u> (2)	304	A	\$ 25.055	30,407.2977	D	
Common Stock	01/31/2012	S	304	D	\$ 39.15	30,103.2977	D	
Common Stock	01/31/2012	<u>M</u> (2)	1,844	A	\$ 25.055	31,947.2977	D	
Common Stock	01/31/2012	S	1,844	D	\$ 39.14	30,103.2977	D	
Common Stock	01/31/2012	<u>F</u> (5)	13,739	D	\$ 39.26	16,364.2977	D	
Common Stock						478.29	I	401(k) Plan <u>(6)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Security (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (iso) (Right to Buy)	\$ 25.055	01/31/2012		M <sup>(2)</sup>	1,127	04/23/2009	04/23/2018	Common Stock
Stock Appreciation Rights (sars)	\$ 25.225	01/31/2012		M <sup>(1)</sup>	9,400	01/27/2011	01/27/2020	Common Stock
Stock Appreciation Rights (sars)	\$ 20.04	01/31/2012		M <sup>(1)</sup>	7,500	01/28/2010	01/28/2019	Common Stock
Stock Appreciation Rights (sars)	\$ 25.055	01/31/2012		M <sup>(1)</sup>	1,500	04/23/2009	04/23/2018	Common Stock
Stock Option (iso) (Right to Buy)	\$ 25.055	01/31/2012		M <sup>(2)</sup>	304	04/23/2009	04/23/2018	Common Stock
Stock Option (iso) (Right to Buy)	\$ 24.66	01/31/2012		M <sup>(2)</sup>	774	04/25/2008	04/25/2017	Common Stock
Stock Option (iso) (Right to Buy)	\$ 24.66	01/31/2012		M <sup>(2)</sup>	529	04/25/2008	04/25/2017	Common Stock
Stock Option (iso) (Right to Buy)	\$ 24.66	01/31/2012		M <sup>(2)</sup>	336	04/25/2008	04/25/2017	Common Stock
Stock Option (iso) (Right to Buy)	\$ 24.66	01/31/2012		M <sup>(2)</sup>	611	04/25/2008	04/25/2017	Common Stock
Restricted Stock Units	<u>(7)</u>	01/31/2012		J <sup>(8)</sup>	4,000	<u>(8)</u>	<u>(8)</u>	Common Stock
Deferred Compensation Company Stock Plan	<u>(9)</u>	01/31/2012		J <sup>(10)</sup>	2,400	<u>(11)</u>	<u>(11)</u>	Common Stock
Stock	\$ 24.66	01/31/2012		M <sup>(1)</sup>	750	04/25/2008	04/25/2017	Common

