

BALL CORP

Form 4

September 17, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HOOVER R DAVID

(Last) (First) (Middle)

BALL CORPORATION, 10 LONGS
PEAK DR.

(Street)

BROOMFIELD, CO 80021-2510

(City) (State) (Zip)

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

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

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)

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	09/16/2014		J(1)		378.7073	A	\$ 65.64 193,210.8485
Common Stock	09/16/2014		S		4,045	D	\$ 65.71 189,165.8485
Common Stock	09/16/2014		S		1,393	D	\$ 65.68 187,772.8485
Common Stock	09/16/2014		S		600	D	\$ 65.66 187,172.8485
Common Stock	09/16/2014		S		309	D	\$ 65.63 186,863.8485

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Common Stock	09/16/2014	S	1,773	D	\$ 65.62	185,090.8485	D	
Common Stock	09/16/2014	S	2,254	D	\$ 65.61	182,836.8485	D	
Common Stock	09/16/2014	S	75	D	\$ 65.605	182,761.8485	D	
Common Stock	09/16/2014	S	6,278	D	\$ 65.6	176,483.8485	D	
Common Stock	09/16/2014	S	400	D	\$ 65.595	176,083.8485	D	
Common Stock	09/16/2014	S	9,889	D	\$ 65.59	166,194.8485	D	
Common Stock	09/16/2014	S	10,262	D	\$ 65.58	155,932.8485	D	
Common Stock	09/16/2014	S	1,910	D	\$ 65.57	154,022.8485	D	
Common Stock	09/16/2014	S	11,143	D	\$ 65.56	142,879.8485	D	
Common Stock	09/16/2014	S	5,695	D	\$ 65.55	137,184.8485	D	
Common Stock	09/16/2014	S	25,974	D	\$ 65.52	111,210.8485	D	
Common Stock	09/16/2014	M ⁽²⁾	82,000	A	\$ 19.87	193,210.8485	D	
Common Stock						7,915.758	I	401(k) Plan ⁽³⁾
Common Stock						82,000	I	By GRAT
Common Stock						181,678	I	RDH Trust
Common Stock						194,685	I	SAH Trust ⁽⁴⁾

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

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SEC 1474
(9-02)

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	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. T Un (Ins
				Code V (A) (D)		Date Exercisable Expiration Date	Titl
Deferred Compensation Company Stock Plan	<u>(5)</u>	09/16/2014		J <u>(6)</u>	141.9458	<u>(7)</u> <u>(7)</u>	Co S
Employee Stock Option (Right to Buy)	\$ 19.87	09/16/2014		M <u>(2)</u>	82,000	<u>(8)</u> 04/27/2015	Co S
Deferred Compensation Company Stock Plan	<u>(5)</u>	09/16/2014		I <u>(9)</u>	71,813.6567	<u>(7)</u> <u>(7)</u>	Co S

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOOVER R DAVID BALL CORPORATION 10 LONGS PEAK DR. BROOMFIELD, CO 80021-2510		X		

Signatures

/s/ Janice L. Rodriguez, attorney-in-fact for Mr.
Hoover 09/17/2014

 Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Dividend reinvestment in Ball Corporation's 2000 Deferred Compensation Company Stock Plan.

(2) Exercise of Stock Options.

(3) Total number of 401(k) Plan shares include shares previously acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.

(4) The reporting person expressly disclaims beneficial ownership of the securities in the Suzanne A. Hoover Trust.

(5) 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.

(6) Dividend reinvestment in Ball Corporation's Deferred Compensation Company Stock Plan.

(7)

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Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.

- (8) Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of the grant of the stock option.
- (9) Exempt discretionary transaction involving the transfer of units from one Ball Corporation Deferred Compensation Company Stock Plan ("DCCSP") fund to another fund within the DCCSP that are neither valued nor settled in Ball Corporation equity securities.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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