#### HOOVER R DAVID

Form 4

February 01, 2011

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 3235-0287

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may continue.

Check this box

if no longer

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

See Instruction 1(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

BALL CORP [BLL]

(Month/Day/Year)

\_X\_ Director

10% Owner

BALL CORPORATION, 10 LONGS 01/31/2011

PEAK DR.

Filed(Month/Day/Year)

Officer (give title \_\_X\_ Other (specify below) below)

(Check all applicable)

CHAIRMAN OF THE BOARD

(Street) 4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

#### BROOMFIELD, CO 80021-2510

(City)	(State)	(Zip) 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price			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)		
Common Stock	01/31/2011		<u>J(1)</u>	65,000	A	\$ 71.13	269,542.3685	D			
Common Stock	01/31/2011		F(2)	25,351	D	\$ 71.13	244,191.3685	D			
Common Stock	01/31/2011		G(3) V	39,649	D	\$ 71.13	204,542.3685	D			
Common Stock	01/31/2011		G(3) V	39,649	A	\$ 71.13	177,474	I	By Trust		
Common Stock							3,764.237	I	401(k) Plan (5)		

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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)

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. 5. Number of Derivative TransactionSecurities Acquired (A) Code or Disposed of (D) (Instr. 8) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and	
	2						Date Exercisable	Expiration Date	Title
Restricted Stock Units	<u>(6)</u>	01/31/2011		Code V <u>J(6)</u>	(A)	(D) 67,750	<u>(6)</u>	<u>(6)</u>	Common Stock
Deferred Compensation Company Stock Plan	<u>(7)</u>	01/31/2011		J <u>(8)</u>	3,031.1753		<u>(9)</u>	<u>(9)</u>	Common Stock

# **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

CHAIRMAN OF THE BOARD

### **Signatures**

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

02/01/2011

\*\*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) 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) Gift to The Suzanne A. Hoover Revocable Trust. Reporting Person disclaims any beneficial ownership in this Trust's securities.
- (4) The reporting person expressly disclaims beneficial ownership of the securities in the Suzanne A. Hoover Trust.
- (5) Total number of 401(k) Plan shares includes shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.

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- (6) Lapse of Restricted Stock Units.
- (7) 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.
- (8) Lapsed restricted stock units deferred into Ball Corporation's Deferred Compensation Company Stock Plan as stock units and may include company match.
- (9) Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.