

HOOVER R DAVID  
Form 4  
February 16, 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 \*  
HOOVER R DAVID

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
02/16/2012

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

CHAIRMAN OF THE BOARD

BALL CORPORATION, 10 LONGS PEAK DR.

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (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	02/16/2012		M <sup>(1)</sup>		25,000	A	\$ 11.8725	487,240.872	D	
Common Stock	02/16/2012		S <sup>(2)</sup>		300	D	\$ 39.78	486,940.872	D	
Common Stock	02/16/2012		S <sup>(2)</sup>		200	D	\$ 39.76	486,740.872	D	
Common Stock	02/16/2012		S <sup>(2)</sup>		2,200	D	\$ 39.71	484,540.872	D	
Common Stock	02/16/2012		S <sup>(2)</sup>		500	D	\$ 39.59	484,040.872	D	

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Common Stock	02/16/2012	<u>S</u> (2)	200	D	\$ 39.79	483,840.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	200	D	\$ 39.69	483,640.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	900	D	\$ 39.65	482,740.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	200	D	\$ 39.61	482,540.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	100	D	\$ 39.67	482,440.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	3,800	D	\$ 39.64	478,640.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	1,200	D	\$ 39.6	477,440.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	906	D	\$ 39.58	476,534.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	112	D	\$ 39.57	476,422.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	5,000	D	\$ 39.8	471,422.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	200	D	\$ 39.75	471,222.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	1,800	D	\$ 39.72	469,422.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	5,100	D	\$ 39.77	464,322.872	D	
Common Stock	02/16/2012	<u>S</u> (2)	2,082	D	\$ 39.56	462,240.872	D	
Common Stock						7,668.547	I	401(k) Plan <sup>(3)</sup>
Common Stock						74,708	I	RDH Trust
Common Stock						366,002	I	SAH Trust <sup>(4)</sup>

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

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(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 (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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 11.8725	02/16/2012		M <sup>(1)</sup>	25,000	<sup>(5)</sup>	04/23/2012	Common Stock	25,000

## 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 02/16/2012

\*\*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) Exercise of stock options in accordance with reporting person's pre-arranged 10b5-1 plan adopted by the reporting person on December 14, 2011.
- (2) Sale of stock in accordance with reporting person's pre-arranged 10b5-1 plan adopted by the reporting person on December 14, 2011.
- (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) 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.

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.