

Pauley Lisa Ann
Form 4
March 19, 2013

FORM 4

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

OMB APPROVAL

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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 *
Pauley Lisa Ann

(Last) (First) (Middle)
10 LONGS PEAK DRIVE
(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)
03/15/2013

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)
SR VP, HR & Administration

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	03/15/2013		J ⁽¹⁾		9.9557	A	\$ 46.01
Common Stock	03/15/2013		J ⁽¹⁾		103.6738	A	\$ 46.01
Common Stock	03/15/2013		J ⁽³⁾		91	A	\$ 46.01
Common Stock	03/15/2013		F ⁽⁴⁾		91	D	\$ 46.01
Common Stock	03/15/2013		F ⁽⁴⁾		768	D	\$ 46.01

By Spouse ⁽²⁾

By Spouse

Common Stock	03/15/2013		<u>J</u> ⁽³⁾	2,400	A	\$ 46.01	142,999.3917	I	<u>(2)</u> By Spouse <u>(2)</u>
Common Stock							2,260.681	I	401(k) Plan <u>(5)</u>

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)

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
Deferred Compensation Company Stock Plan	<u>(6)</u>	03/15/2013		<u>J</u> ⁽⁷⁾	111.7348	<u>(8)</u> <u>(8)</u>	Common Stock
Deferred Compensation Company Stock Plan	<u>(6)</u>	03/15/2013		<u>J</u> ⁽⁷⁾	270.5638	<u>(8)</u> <u>(8)</u>	Common Stock
Restricted Stock Units	<u>(9)</u>	03/15/2013		<u>J</u> ⁽¹⁰⁾	2,700	<u>(10)</u> <u>(10)</u>	Common Stock
Restricted Stock Units	<u>(9)</u>	03/15/2013		<u>J</u> ⁽¹⁰⁾	2,400	<u>(10)</u> <u>(10)</u>	Common Stock
Deferred Compensation Company Stock Plan	<u>(6)</u>	03/15/2013		<u>J</u> ⁽¹¹⁾	2,956.7505	<u>(8)</u> <u>(8)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Pauley Lisa Ann
10 LONGS PEAK DRIVE
BROOMFIELD, CO 80021-2510

SR VP, HR & Administration

Signatures

/s/ Charles E. Baker, attorney-in-fact for Ms.
Pauley

03/19/2013

__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) The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.
- (3) Common stock acquired upon the lapse of Table II Deposit Share Program (DSP) Restricted Stock Units (RSUs).
- (4) Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II DSP Restricted Stock Units.
- (5) Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- (6) 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.
- (7) Dividend reinvestment in Ball Corporation's Deferred Compensation Company Stock Plan.
- (8) Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.
- (9) Each restricted stock unit represents a contingent right to receive one share of Ball Corporation Common Stock.
- (10) Lapse of DSP Restricted Stock Units.
- (11) Lapse of DSP Restricted Stock Units deferred into Ball Corporation's Deferred Compensation Company Stock Plan and may include company match.

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.