

HAYES JOHN A  
Form 4  
December 03, 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 \*  
HAYES JOHN A

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)  
BALL CORPORATION, 10 LONGS  
PEAK DR.

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/30/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
PRESIDENT & C.E.O. BALL CORP.

(Street)  
BROOMFIELD, CO 80021-2510

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

(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	11/30/2012		M <sup>(1)</sup>		21,936	A	\$ 19.87	227,632.1674	D
Common Stock	11/30/2012		S		700	D	\$ 44.78	226,932.1674	D
Common Stock	11/30/2012		S		1,701	D	\$ 44.77	225,231.1674	D
Common Stock	11/30/2012		S		2,800	D	\$ 44.76	222,431.1674	D
Common Stock	11/30/2012		S		3,288	D	\$ 44.75	219,143.1674	D
	11/30/2012		S		1,101	D	\$ 44.74	218,042.1674	D

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Common Stock									
Common Stock	11/30/2012	S	1,428	D	\$ 44.73	216,614.1674	D		
Common Stock	11/30/2012	S	998	D	\$ 44.72	215,616.1674	D		
Common Stock	11/30/2012	S	4,000	D	\$ 44.71	211,616.1674	D		
Common Stock	11/30/2012	S	4,600	D	\$ 44.7	207,016.1674	D		
Common Stock	11/30/2012	S	1,320	D	\$ 44.69	205,696.1674	D		
Common Stock	11/30/2012	M <sup>(2)</sup>	42,000	A	\$ 21.845	247,696.1674	D		
Common Stock	11/30/2012	F <sup>(3)</sup>	8,820	D	\$ 44.69	238,876.1674	D		
Common Stock	11/30/2012	D <sup>(4)</sup>	20,530	D	\$ 44.69	218,346.1674	D		
Common Stock						4,346.357	I		401(k) Plan <sup>(5)</sup>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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 Amount of Underlying Security (Instr. 3 and 4)	8. Date	9. Expiration Date	10. Title	11. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 19.87	11/30/2012		M <sup>(1)</sup>	21,936	04/27/2006 04/27/2015	Common Stock				21,936

Stock										
Appreciation	\$ 21.845	11/30/2012		M <sup>(2)</sup>	42,000	04/26/2007	04/26/2016	Common		42,000
Rights (sars)								Stock		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAYES JOHN A BALL CORPORATION 10 LONGS PEAK DR. BROOMFIELD, CO 80021-2510	X		PRESIDENT & C.E.O. BALL CORP.	

## Signatures

/s/ Charles E. Baker, attorney-in-fact for Mr. Hayes

12/03/2012

         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.
- (2) Exercise of Stock Appreciation Rights (SARS).
- (3) Shares withheld for the payment of the tax obligation on the exercise of Stock Appreciation Rights (SARS).
- (4) Shares utilized to pay for the cost of the SARS.
- (5) Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.

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.