

BALL Corp  
Form 8-K  
February 15, 2019  
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(D) of the  
Securities Exchange Act of 1934

February 14, 2019

(Date of earliest event reported)

BALL CORPORATION  
(Exact name of Registrant as specified in its charter)

|                                                   |                          |                                      |
|---------------------------------------------------|--------------------------|--------------------------------------|
| Indiana                                           | 001-07349                | 35-0160610                           |
| (State or other jurisdiction<br>of Incorporation) | (Commission<br>File No.) | (IRS Employer<br>Identification No.) |

10 Longs Peak Drive, P.O. Box 5000, Broomfield, CO 80021-2510

(Address of principal executive offices, including ZIP Code)

(303) 469-3131

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8 K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions (see General Instruction A.2. below):

Written  
communications  
pursuant to Rule 425  
under the Securities Act  
(17 CFR 230.425)

Soliciting material  
pursuant to Rule 14a-12  
under the Exchange Act  
(17 CFR 240.14a-12)

Pre-commencement  
communications  
pursuant to  
Rule 14d-2(b) under the  
Exchange Act  
(17 CFR 240.14d-2(b))

Pre-commencement  
communications  
pursuant to  
Rule 13e-4(c) under the  
Exchange Act  
(17 CFR 240.13e-4(c))

Indicate by check mark  
whether the registrant is an  
emerging growth company as  
defined in Rule 405 of the  
Securities Act of 1933  
(§230.405 of this chapter) or  
Rule 12b-2 of the Securities  
Exchange Act of 1934  
(§240.12b-2 of this chapter).

Emerging  
growth

company

If an  
emerging  
growth  
company,  
indicate  
by  
check  
mark  
if the  
registrant  
has  
elected  
not to  
use the  
extended  
transition  
period  
for  
complying  
with  
any  
new or  
revised  
financial  
accounting  
standards  
provided  
pursuant  
to  
Section 13(a)  
of the  
Exchange  
Act.

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Ball Corporation

Current Report on Form 8-K

Dated February 15, 2019

Item 8.01 Other Events.

On February 14, 2019, Charles E. Baker, Vice President, General Counsel and Corporate Secretary of Ball Corporation (the "Company"), adopted a stock trading plan in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended. Under Rule 10b5-1, directors, officers and other employees who are not in possession of material non-public information may adopt pre-arranged plans or contracts for the sale of Company securities under specified conditions and at specified times. Using 10b5-1 plans, individuals can gradually diversify their investment portfolios, spread stock trades out over an extended period of time to reduce market impact and avoid concerns about transactions occurring at a time when they might possess material non-public information.

Mr. Baker adopted a 10b5-1 plan as part of his individual tax and financial planning strategy related to the expiration of certain stock-settled appreciation rights ("SSARs"). Specifically, his 10b5-1 plan provides for the exercise of up to a total of 54,000 SSARs scheduled to expire on January 26, 2021, pursuant to the parameters set forth in the 10b5-1 plan. Any shares that may be sold by Mr. Baker would be sold on the open market at prevailing market prices.

Transactions under Mr. Baker's plan, if any, will be reported to the Securities and Exchange Commission in accordance with applicable securities laws, rules and regulations.

This current report contains forward-looking statements that are subject to risks and uncertainties, and there can be no assurance that any shares will be sold under Mr. Baker's plan. Investors should refer to the Company's annual and other periodic reports filed with the Securities and Exchange Commission for a discussion of the risks and uncertainties associated with ownership of the Company's securities. Ball Corporation does not undertake to report Rule 10b5-1 plans that may be adopted by any officers or directors in the future, or to report any modifications or termination of any publicly announced trading plan, except to the extent required by law.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BALL CORPORATION

Date: February 15, 2019 By: /s/ Scott C. Morrison  
Name: Scott C. Morrison  
Title: Chief Financial Officer

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