

Knobel Jeff A
Form 4
February 06, 2012

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Knobel Jeff A

(Last) (First) (Middle)

10 LONGS PEAK DRIVE

(Street)

BROOMFIELD, CO 80005

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BALL CORP [BLL]

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

02/02/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice President & Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	02/02/2012		M ⁽¹⁾	800 A	\$ 17.055 12,965.6963	D	
Common Stock	02/02/2012		S	800 D	\$ 40.12 12,165.6963	D	
Common Stock	02/02/2012		M ⁽¹⁾	419 A	\$ 17.055 12,584.6963	D	
Common Stock	02/02/2012		S	419 D	\$ 40.11 12,165.6963	D	
Common Stock	02/02/2012		M ⁽¹⁾	4,281 A	\$ 17.055 16,446.6963	D	

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Common Stock	02/02/2012	M ⁽²⁾	2,625	A	\$ 20.04	19,071.6963	D	
Common Stock	02/02/2012	D ⁽²⁾	1,730	D	\$ 39.7	17,341.6963	D	
Common Stock	02/02/2012	M ⁽³⁾	875	A	\$ 20.04	18,216.6963	D	
Common Stock	02/02/2012	M ⁽³⁾	550	A	\$ 25.225	18,766.6963	D	
Common Stock	02/02/2012	S	4,281	D	\$ 40.1	14,485.6963	D	
Common Stock						575.181	I	401K ⁽⁴⁾

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 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)	\$ 17.055	02/02/2012		M ⁽¹⁾		800		⁽⁵⁾	04/28/2014	Common Stock	800
Stock Appreciation Rights (sars)	\$ 20.04	02/02/2012		M ⁽²⁾		2,625		⁽⁶⁾	01/28/2019	Common Stock	2,625
Employee Stock Option (Right to Buy)	\$ 17.055	02/02/2012		M ⁽¹⁾		419		⁽⁵⁾	04/28/2014	Common Stock	419
	\$ 17.055	02/02/2012		M ⁽¹⁾		4,281		⁽⁵⁾	04/28/2014		4,281

Employee Stock Option (Right to Buy)								Common Stock	
Stock Option (iso) (Right to Buy)	\$ 20.04	02/02/2012	M ⁽³⁾	875	<u>(7)</u>	01/28/2019	Common Stock		875
Stock Option (iso) (Right to Buy)	\$ 25.225	02/02/2012	M ⁽³⁾	550	<u>(7)</u>	01/27/2020	Common Stock		550

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Knobel Jeff A 10 LONGS PEAK DRIVE BROOMFIELD, CO 80005			Vice President & Treasurer	

Signatures

/s/ Charles E. Baker, Attorney-in-Fact for Mr. Knobel

02/06/2012

 **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) Exercise of Stock Options (ISO).
- (4) Total number of 401(k) Plan shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- (5) Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of grant of the stock option.
- (6) Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of grant of the SARs.
- (7) Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of grant of the stock option (ISO).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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