#### DEAN HOWARD M

Form 4 April 27, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DEAN HOWARD M Issuer Symbol BALL CORP [BLL] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year)

\_X\_\_ Director 10% Owner Officer (give title

below)

Other (specify

PEAK DR.

(City)

4. If Amendment, Date Original (Street)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

BROOMFIELD, CO 80021-2510

(State)

BALL CORPORATION, 10 LONGS 04/26/2006

| (City)                               | (State)                                 | e I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |            |  |   |        |   |               |  |
|--------------------------------------|---|--|---|------------|--|---|--------|---|---------------|--|
| 1.Title of<br>Security<br>(Instr. 3) | (Month/Day/Year) Execution Date, if any |  | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or |            | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |        |   |               |  |
| Common<br>Stock                      | 04/26/2006                              |  | Code V $A_{(1)}^{(1)}$  | Amount 344 | (D)  | Price \$ 43.69  | 80,871 | D |               |  |
| Common<br>Stock                      | 04/26/2006                              |  | A(2)  | 4,000      | A  | \$<br>43.69   | 84,871 | D |               |  |
| Common<br>Stock                      |   |  |   |            |  |   | 1,000  | I | by Spouse (3) |  |

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

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#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                | 5.         | 6. Date Exer        | cisable and     | 7. Titl      | le and   | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------------|------------|---------------------|-----------------|--------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |            | Expiration D        | ate             | Amou         | ınt of   | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code              | of         | (Month/Day/         | Year)           | Under        | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | Derivative | e                   |                 | Secur        | ities    | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                   | Securities |                     |                 | (Instr.      | 3 and 4) |             | Own    |
|             | Security    |                     |                    |                   | Acquired   |                     |                 |              |          |             | Follo  |
|             |             |                     |                    |                   | (A) or     |                     |                 |              |          |             | Repo   |
|             |             |                     |                    |                   | Disposed   |                     |                 |              |          |             | Trans  |
|             |             |                     |                    |                   | of (D)     |                     |                 |              |          |             | (Instr |
|             |             |                     |                    |                   | (Instr. 3, |                     |                 |              |          |             |        |
|             |             |                     |                    |                   | 4, and 5)  |                     |                 |              |          |             |        |
|             |             |                     |                    |                   |            |                     |                 |              | A 4      |             |        |
|             |             |                     |                    |                   |            |                     |                 |              | Amount   |             |        |
|             |             |                     |                    | C-1- V            |            | Date<br>Exercisable | Expiration Date | Title Number |          |             |        |
|             |             |                     |                    |                   |            |                     |                 |              |          |             |        |
|             |             |                     |                    |                   | (A) (D)    |                     |                 | of           |          |             |        |
|             |             |                     |                    | Code V            | (A) (D)    |                     |                 |              | Shares   |             |        |

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

DEAN HOWARD M
BALL CORPORATION
10 LONGS PEAK DR.
BROOMFIELD, CO 80021-2510



## **Signatures**

By: Charles E. Baker, VP, GenCouns&AsstCorpSec For: Howard M.

Dean

04/27/2006

\*\*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) 1/2 of annual incentive retainer is given in a restricted stock award under the Ball Corporation 2005 Stock and Cash Incentive Plan.
- (2) Restricted Stock Award for Director Re-Election under the Ball Corporation 2005 Stock and Cash Incentive Plan.
- (3) The reporting person expressly disclaims beneficial ownership of the spouse's securities.

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.

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