

BALL CORP

Form 4

March 20, 2015

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Barker Shawn M

(Last) (First) (Middle)

10 LONGS PEAK DRIVE

(Street)

BROOMFIELD, CO 80021

(City) (State) (Zip)

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

BALL CORP [BLL]

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

03/18/2015

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 _____ Other (specify
below) below)

Vice President & Controller

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	03/18/2015		M ⁽¹⁾	1,500 A	\$ 25.055	11,610.3294	D
Common Stock	03/18/2015		D ⁽²⁾	840 D	\$ 70.95	10,770.3294	D
Common Stock	03/18/2015		M ⁽¹⁾	2,500 A	\$ 20.04	13,270.3294	D
Common Stock	03/18/2015		D ⁽²⁾	1,280 D	\$ 70.95	11,990.3294	D
Common Stock	03/18/2015		M ⁽¹⁾	9,400 A	\$ 25.225	21,390.3294	D

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Common Stock	03/18/2015	D ⁽²⁾	5,810	D	\$ 70.95	15,580.3294	D	
Common Stock	03/18/2015	M ⁽³⁾	2,625	A	\$ 25.055	18,205.3294	D	
Common Stock	03/18/2015	F	927	D	\$ 70.95	17,278.3294	D	
Common Stock	03/18/2015	M ⁽³⁾	6,500	A	\$ 20.04	23,778.3294	D	
Common Stock	03/18/2015	F	1,836	D	\$ 70.95	21,942.3294	D	
Common Stock	03/18/2015	M ⁽³⁾	600	A	\$ 25.225	22,542.3294	D	
Common Stock	03/18/2015	F	214	D	\$ 70.95	22,328.3294	D	
Common Stock						1,011.468	I	401(k) Plan ⁽⁴⁾

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

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SEC 1474
(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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights (sars)	\$ 25.055	03/18/2015		M ⁽¹⁾	1,500	04/23/2009	04/23/2018	Common Stock	1,500
Stock Appreciation Rights (sars)	\$ 20.04	03/18/2015		M ⁽¹⁾	2,500	01/28/2010	01/28/2019	Common Stock	2,500
	\$ 25.225	03/18/2015		M ⁽¹⁾	9,400	01/27/2011	01/27/2020		9,400

Stock Appreciation Rights (sars)								Common Stock	
Stock Option (iso) (Right to Buy)	\$ 25.055	03/18/2015	<u>M</u> ⁽³⁾	2,625	04/23/2009	04/23/2018	Common Stock	2,62	
Stock Option (iso) (Right to Buy)	\$ 20.04	03/18/2015	<u>M</u> ⁽³⁾	6,500	01/28/2010	01/28/2019	Common Stock	6,50	
Stock Option (iso) (Right to Buy)	\$ 25.225	03/18/2015	<u>M</u> ⁽³⁾	600	01/27/2011	01/27/2020	Common Stock	600	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Barker Shawn M 10 LONGS PEAK DRIVE BROOMFIELD, CO 80021			Vice President & Controller	

Signatures

/s/ Robert W. McClelland, attorney-in-fact for Mr.
Barker

03/20/2015

__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 Appreciation Rights (SARS).

(2) Shares utilized to pay for the cost of the SARS.

(3) Exercise of Incentive Stock Options (ISO).

(4) 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.

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