HOOVER R DAVID

Form 4

December 16, 2010

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response...

Estimated average

may continue. See Instruction 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)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

HOOVER R DAVID

Symbol

(Check all applicable)

(Last)

(Middle)

3. Date of Earliest Transaction

BALL CORP [BLL]

_X__ Director 10% Owner

BALL CORPORATION, 10 LONGS 12/15/2010

(First)

(Month/Day/Year)

_X__ Officer (give title _ Other (specify below)

PEAK DR.

CHAIRMAN & C.E.O. BALL CORP.

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BROOMFIELD, CO 80021-2510

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative S	ecurit	ies Acquire	l, Disposed of, or H	Beneficially C	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 onDisposed of (D) (Instr. 3, 4 and 5) (A) or			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)
C			Code V	Amount	(D)	Price	(Ilisti: 3 alid 4)		
Common Stock	12/15/2010		J <u>(1)</u>	288.8684	A	\$ 68.38	235,935.3465	D	
Common Stock	12/16/2010		M(2)	17,500	A	\$ 10.6125	253,435.3465	D	
Common Stock	12/16/2010		S(3)	17,500	D	\$ 68.4301	235,935.3465	D	
Common Stock							3,742.906	I	401(k) Plan (4)
Common Stock							136,339	I	By Trust (5)

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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.

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. Transactio Code (Instr. 8)	5. Number of on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title an Underlyin (Instr. 3 an
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Deferred Compensation Company Stock Plan	<u>(6)</u>	12/15/2010		J <u>(7)</u>	293.0407		<u>(8)</u>	(8)	Commo Stock
Employee Stock Option (Right to Buy)	\$ 10.6125	12/16/2010		M(2)		17,500	<u>(9)</u>	03/06/2011	Commo Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HOOVER R DAVID
BALL CORPORATION
10 LONGS PEAK DR.

BROOMFIELD, CO 80021-2510

CHAIRMAN & C.E.O. BALL CORP.

Signatures

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

**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) Dividend reinvestment in Ball Corporation 2000 Deferred Compensation Company Stock Plan.
- (2) Exercise of stock options in accordance with reporting person's pre-arranged 10b5-1 plan adopted by the reporting person on February 25, 2010.
- (3) Sale of stock in accordance with reporting person's pre-arranged 10b5-1 plan adopted by the reporting person on February 25, 2010.

(4)

Reporting Owners 2

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Total number of 401(k) Plan shares includes shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.

- (5) The reporting person expressly disclaims beneficial ownership of the securities in the Suzanne A. Hoover Trust.
- (6) Each unit may be settled for a single share of stock or the equivalent amount of cash pursuant to the Ball Corporation Deferred Compensation Company Stock Plan.
- (7) Dividend reinvestment in Ball Corporation's Deferred Compensation Company Stock Plan.
- (8) Stock units in Ball Corporation's Deferred Compensation Company Stock Plan are distributed upon the separation of service in accordance with the Plan.
- (9) Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of the grant of the stock option.

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.