BALL CORP Form 4 December 18, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

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obligations may continue. See Instruction

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)

1. Name and Address of Reporting Person * LEHMAN JOHN F

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

BALL CORP [BLL]

X_ Director 10% Owner Other (specify Officer (give title

(Check all applicable)

BALL CORPORATION, 10 LONGS

(Street)

(State)

PEAK DR.

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

12/17/2007

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Table I. Non-Devication Committee Asserted Disposed of an Development

below)

BROOMFIELD, CO 80021-2510

| (3) | () | 1 abi | le I - Non-L | erivative i | Secur | ities Acqu | nrea, Disposea oi | , or Beneficiali | y Ownea |
|--------------------------------------|---|---|---|--|-------|--|--|---|---------|
| 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) | ransaction(A) or Disposed of (D) ode (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 12/17/2007 | | Code V <u>J(1)</u> | Amount 3 | (D) | Price \$ 45.16 | (Instr. 3 and 4) 86,588 | D | |
| Common Stock | 12/17/2007 | | J(2) | 13,709 (2) | D | <u>(2)</u> | 72,879 | D | |

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

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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 onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exerc Expiration D (Month/Day/ | ate | 7. Title a Amount Underly Securitie (Instr. 3 | of ing es | 8. D Se (I |
|---|---|--------------------------------------|---|---|---|--|--------------------|---|-------------------------------------|---------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Deferred Compensation Company Stock Plan | (3) | 12/17/2007 | | <u>J(3)</u> | 32 | (3) | (3) | Stock Units | 32 | |
| Deferred Compensation Company Stock Plan | <u>(2)</u> | 12/17/2007 | | J(2) | 13,709 (2) | (2) | (2) | Stock Units | 13,709 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| LEHMAN JOHN F | | | | | | |
| RALL CORPORATION | | | | | | |

X

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

Signatures

By: Charles E. Baker, VP,GenCoun&AsstCorpSec For: John F.
Lehman

**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) Reclassification of stock units deferred into the 2005 Deferred Compensation Company Stock Plan (the "Plan") previously reported in Table I to Table II as a result of the change in the Plan that permits participants to settle their stock units in either cash or common stock.
- (3) Dividend reinvestment in Ball Corporation 2005 Deferred Compensation Company Stock Plan.

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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