

Williams Leroy James Jr
Form 4
August 12, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Williams Leroy James Jr

(Last) (First) (Middle)

BALL CORPORATION, 10 LONGS
PEAK DR.

(Street)

BROOMFIELD, CO 80021-2510

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BALL CORP [BLL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/11/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Information & Tech Services

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
			Code	V	Amount or Price		
Common Stock	08/11/2010		M ⁽¹⁾		1,000 A \$ 43.69	2,793.7767	D
Common Stock	08/11/2010		D ⁽¹⁾		764 D \$ 57.2	2,029.7767	D
Common Stock	08/11/2010		F ⁽²⁾		74 D \$ 57.2	1,955.7767	D
Common Stock	08/11/2010		M ⁽¹⁾		2,500 A \$ 49.32	4,455.7767	D
Common Stock	08/11/2010		D ⁽¹⁾		2,156 D \$ 57.2	2,299.7767	D

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Common Stock	08/11/2010	<u>F</u> (2)	108	D	\$ 57.2	2,191.7767	D	
Common Stock	08/11/2010	<u>M</u> (1)	2,350	A	\$ 50.11	4,541.7767	D	
Common Stock	08/11/2010	<u>D</u> (1)	2,059	D	\$ 57.2	2,482.7767	D	
Common Stock	08/11/2010	<u>F</u> (2)	91	D	\$ 57.2	2,391.7767	D	
Common Stock	08/11/2010	<u>M</u> (3)	1,000	A	\$ 43.69	3,391.7767	D	
Common Stock	08/11/2010	<u>S</u> (4)	1,000	D	\$ 57.82	2,391.7767	D	
Common Stock	08/11/2010	<u>M</u> (3)	2,679	A	\$ 49.32	5,070.7767	D	
Common Stock	08/11/2010	<u>S</u> (4)	2,679	D	\$ 57.82	2,391.7767	D	
Common Stock						873.305	I	401(k) Plan <u>(5)</u>

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Rights (sars)	\$ 43.69	08/11/2010		<u>M</u> (1)	1,000	04/27/2007 04/27/2016	Common Stock	1,000
Stock Appreciation	\$ 49.32	08/11/2010		<u>M</u> (1)	2,500	04/25/2008 04/25/2017	Common Stock	2,500

Rights (sars)										
Stock										
Appreciation Rights (sars)	\$ 50.11	08/11/2010	M ⁽¹⁾	2,350	04/23/2009	04/23/2018	Common Stock	2,350		
Stock Option (iso) (Right to Buy)										
Appreciation Rights (sars)	\$ 43.69	08/11/2010	M ⁽³⁾	1,000	<u>(6)</u>	04/27/2016	Common Stock	1,000		
Stock Option (iso) (Right to Buy)										
Appreciation Rights (sars)	\$ 49.32	08/11/2010	M ⁽³⁾	2,679	<u>(6)</u>	04/25/2017	Common Stock	2,679		

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	Other
Williams Leroy James Jr BALL CORPORATION 10 LONGS PEAK DR. BROOMFIELD, CO 80021-2510			VP Information & Tech Services		

Signatures

/s/ Charles E. Baker, attorney-in-fact for Mr. Williams	08/12/2010
<small>**Signature of Reporting Person</small>	<small>Date</small>

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 withheld for the payment of the tax obligation on exercise of Stock Appreciation Rights (SARS).
- (3) Exercise of Incentive stock options (ISOs).
- (4) Regular sale.
- (5) Total number of 401(k) Plan shares includes shares acquired through periodic dividend reinvestment, participant's contributions and employer matching contributions.
- (6) Shares exercisable beginning one year after grant in 25% increments and thereafter annually upon the anniversary of the date of the grant of the incentive stock option (ISO).

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