Pauley Lisa Ann Form 4 January 28, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

(Last)

(City)

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

Pauley Lisa Ann

BALL CORP [BLL]

Director 10% Owner

(Check all applicable)

10 LONGS PEAK DRIVE

(First)

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

01/27/2010

X_ Officer (give title Other (specify below)

VP, Administration & Compliance

6. Individual or Joint/Group Filing(Check

(Street)

(Middle)

(Zip)

4. If Amendment, Date Original

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

(State)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of Securities Beneficially Owned (I) Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

(Month/Day/Year)

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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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Stock Option (iso) (Right to Buy)	\$ 50.45	01/27/2010		A <u>(1)</u>	2,300	01/27/2011	01/27/2020	Common Stock	2,3
ISO By spouse	\$ 50.45	01/27/2010		A(1)	3,400	01/27/2011	01/27/2020	Common Stock	3,4
SARS By Spouse	\$ 50.45	01/27/2010		A(3)	13,600	01/27/2011	01/27/2020	Common Stock	13,6
Stock Appreciation Rights (sars)	\$ 50.45	01/27/2010		A(3)	7,000	01/27/2011	01/27/2020	Common Stock	7,0
Restricted Stock Units	<u>(4)</u>	01/27/2010		A(4)	4,650	<u>(4)</u>	<u>(4)</u>	Common Stock	4,6
Restricted Stock Units	<u>(4)</u>	01/27/2010		A(4)	2,600	<u>(4)</u>	<u>(4)</u>	Common Stock	2,6

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

Pauley Lisa Ann 10 LONGS PEAK DRIVE BROOMFIELD, CO 80021-2510

VP, Administration & Compliance

Signatures

/s/ Robert W. McClelland, attorney-in-fact for Ms.
Pauley

01/28/2010

**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) Incentive stock option (ISO) granted under the Ball Corporation 2005 Stock & Cash Incentive Plan. The option vests in four annual installments beginning one year after date of grant.
- (2) The reporting person expressly disclaims beneficial ownership of the securities owned by Spouse.
- (3) SARs (Stock Appreciation Rights) granted under the Ball Corporation 2005 Stock and Cash Incentive Plan. The stock appreciation rights vest in four annual installments beginning one year after date of grant.

Reporting Owners 2

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(4) Receipt of performance contingent restricted stock unit grant under the 2005 Stock and Cash Incentive Plan, which vests in three years upon the attainment of the performance criteria.

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.