SOHN HAROLD L

Form 4 July 01, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31, 2005

0.5

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obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* SOHN HAROLD L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

BALL CORP [BLL]

(Check all applicable)

BALL CORPORATION, 10 LONGS 06/30/2009

PEAK DR.

(Last)

(Month/Day/Year)

Director 10% Owner \_X\_\_ Officer (give title \_ Other (specify

below) SR. V.P., CORPORATE RELATIONS

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BROOMFIELD, CO 80021-2510

(City)	(State)	(Zip) 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)	Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	06/30/2009		F(1)	435	D	\$ 45.16	57,493.6738	D			
Common Stock	06/30/2009		J(2)	900	A	\$ 45.16	58,393.6738	D			
Common Stock	06/30/2009		J <u>(3)</u>	279	D	\$ 45.16	58,114.6738	D			
Common Stock							1,044.599	I	401(k) Plan (4)		
Common Stock							20,400	I	By Spouse (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. 5. Number Transaction of Code Derivative (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Securit (Instr. 5
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(6)</u>	06/30/2009		J <u>(6)</u>	900	<u>(6)</u>	<u>(6)</u>	Common Stock	900	\$ 45.

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

SR. V.P., CORPORATE RELATIONS

# **Signatures**

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

Sohn 07/01/2009

\*\*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) Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table I restricted stock.
- (2) Common stock acquired upon the lapse of Table II restricted stock units.
- (3) Shares withheld for the payment of the tax obligation on the lapse of restrictions on Table II restricted stock units.

**(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 spouse's securities.
- (6) Lapse of restricted stock units.

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.