

Pauley Lisa Ann  
 Form 3/A  
 April 10, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *                              |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                                       |
| Â Pauley Lisa Ann  |         |          | (Month/Day/Year)                     | BALL CORP [BLL]  |
| (Last)   | (First) | (Middle) | 04/25/2007                           | 4. Relationship of Reporting Person(s) to Issuer   |
| 10 LONGS PEAK DRIVE  |         |          |                                      | (Check all applicable)   |
| (Street)   |         |          |                                      | ___ Director ___ 10% Owner   |
| BROOMFIELD,Â COÂ 80021-2510  |         |          |                                      | <input checked="" type="checkbox"/> Officer ___ Other (give title below) (specify below) |
| (City)   | (State) | (Zip)    |                                      | VP,Administration & Compliance   |
| 5. If Amendment, Date Original Filed(Month/Day/Year)                   |         |          |                                      |  |
| 04/30/2007   |         |          |                                      |  |
| 6. Individual or Joint/Group Filing(Check Applicable Line)             |         |          |                                      |  |
| <input checked="" type="checkbox"/> Form filed by One Reporting Person |         |          |                                      |  |
| ___ Form filed by More than One Reporting Person                       |         |          |                                      |  |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                 |   |  |   |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|  |  |   |  |  |   |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares   |   |

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(Instr. 5)

|                                   |            |            |              |                       |            |   |                          |
|-----------------------------------|------------|------------|--------------|-----------------------|------------|---|--------------------------|
| Stock Appreciation Rights (sars)  | 04/26/2007 | 04/26/2016 | Common Stock | 12,000 <sup>(1)</sup> | \$ 43.69   | I | By Spouse <sup>(2)</sup> |
| Stock Appreciation Rights (sars)  | 04/25/2008 | 04/25/2017 | Common Stock | 14,124 <sup>(1)</sup> | \$ 49.32   | I | By Spouse <sup>(2)</sup> |
| Stock Option (iso) (Right to Buy) | 04/23/2003 | 04/23/2012 | Common Stock | 1,000 <sup>(1)</sup>  | \$ 23.745  | I | By Spouse <sup>(2)</sup> |
| Stock Option (iso) (Right to Buy) | 04/22/2004 | 04/22/2013 | Common Stock | 4,500 <sup>(1)</sup>  | \$ 28.155  | I | By Spouse <sup>(2)</sup> |
| Stock Option (iso) (Right to Buy) | 04/28/2005 | 04/28/2014 | Common Stock | 1,392 <sup>(1)</sup>  | \$ 34.11   | I | By Spouse <sup>(2)</sup> |
| Stock Option (iso) (Right to Buy) | 04/27/2006 | 04/27/2015 | Common Stock | 900 <sup>(1)</sup>    | \$ 39.74   | I | By Spouse <sup>(2)</sup> |
| Stock Option (iso) (Right to Buy) | 04/26/2007 | 04/26/2016 | Common Stock | 4,000 <sup>(1)</sup>  | \$ 43.69   | I | By Spouse <sup>(2)</sup> |
| Stock Option (iso) (Right to Buy) | 04/25/2008 | 04/25/2017 | Common Stock | 2,876 <sup>(1)</sup>  | \$ 49.32   | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 04/27/2000 | 04/28/2009 | Common Stock | 4,000 <sup>(1)</sup>  | \$ 13.7813 | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 04/25/2001 | 04/25/2010 | Common Stock | 3,000 <sup>(1)</sup>  | \$ 8.2657  | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 03/06/2002 | 03/06/2011 | Common Stock | 14,000 <sup>(1)</sup> | \$ 10.6125 | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 04/23/2003 | 04/23/2012 | Common Stock | 12,000 <sup>(1)</sup> | \$ 23.745  | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 04/22/2004 | 04/22/2013 | Common Stock | 4,500 <sup>(1)</sup>  | \$ 28.155  | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 04/28/2005 | 04/28/2014 | Common Stock | 6,608 <sup>(1)</sup>  | \$ 34.11   | I | By Spouse <sup>(2)</sup> |
| Stock Option (Right to Buy)       | 04/27/2006 | 04/27/2015 | Common Stock | 9,100 <sup>(1)</sup>  | \$ 39.74   | I | By Spouse <sup>(2)</sup> |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships |           |                                   |       |
|---|---------------|-----------|-----------------------------------|-------|
|   | Director      | 10% Owner | Officer                           | Other |
| Pauley Lisa Ann<br>10 LONGS PEAK DRIVE<br>BROOMFIELD, CO 80021-2510 | Â             | Â         | Â VP, Administration & Compliance | Â     |

## Signatures

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

04/10/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Amending Reporting Person's Form 3 to include Spouse's previous holdings not included in the original Form 3.
  - (2) The reporting person expressly disclaims beneficial ownership of these securities.

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.