

BALL Corp  
Form 8-K  
August 22, 2017  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8 K

CURRENT REPORT

Pursuant to Section 13 or 15(D) of the Securities Exchange Act of 1934

August 22, 2017

(Date of earliest event reported)

BALL CORPORATION

(Exact name of Registrant as specified in its charter)

Indiana                      001-07349      35-0160610  
(State or other jurisdiction    (Commission (IRS Employer  
of Incorporation)              File No.)      Identification No.)

10 Longs Peak Drive, P.O. Box 5000, Broomfield, CO 80021-2510

(Address of principal executive offices, including ZIP Code)

(303) 469-3131

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8 K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written  
communications  
pursuant to Rule 425  
under the Securities Act  
(17 CFR 230.425)  
Soliciting material  
pursuant to Rule 14a-12  
under the Exchange Act  
(17 CFR 240.14a-12)  
Pre-commencement  
communications  
pursuant to  
Rule 14d-2(b) under the  
Exchange Act  
(17 CFR 240.14d-2(b))  
Pre-commencement  
communications

pursuant to  
Rule 13e-4(c) under the  
Exchange Act  
(17 CFR 240.13e-4(c))

Indicate by check mark  
whether the registrant is an  
emerging growth company as  
defined in Rule 405 of the  
Securities Act of 1933  
(§230.405 of this chapter) or  
Rule 12b-2 of the Securities  
Exchange Act of 1934  
(§240.12b-2 of this chapter).

Emerging  
growth  
company  
If an  
emerging  
growth  
company,  
indicate  
by  
check  
mark  
if the  
registrant  
has  
elected  
not to  
use the  
extended  
transition  
period  
for  
complying  
with  
any  
new or  
revised  
financial  
accounting  
standards  
provided  
pursuant  
to  
Section 13(a)  
of the  
Exchange  
Act.

Ball Corporation  
Current Report on Form 8 K  
Dated August 22, 2017

Item 1.01 Entry into a Material Definitive Agreement

On August 22, 2017, Ball Corporation (the "Company") closed on a purchase agreement (the "Agreement") by and among the Company with Prudential Insurance Company of America ("Prudential"), for certain Ball and Rexam U.S. pension plans (collectively, the "Plan"). Pursuant to the Agreement, the Plan purchased a group annuity contract from Prudential that will transfer payment obligations for retirement pension benefits owed to certain Ball and Rexam retirees in the U.S. (or their beneficiaries) ("In-Pay Participants") to Prudential.

Beginning in November 2017, the pension benefit payment obligations for approximately 11,000 In-Pay Participants will be transferred to Prudential, which will guarantee the pension benefits of the In-Pay Participants. By transferring the payment obligations to Prudential, the Company will reduce its U.S. qualified pension plan liabilities by approximately \$220 million.

All In-Pay Participants will continue to receive their benefits from the Plan until October 31, 2017, at which time Prudential will assume responsibility for payments to the In-Pay Participants as well as administrative and customer service support.

The foregoing description does not purport to be complete and is qualified in its entirety by the provisions of the Agreement.

Item 7.01 Regulation FD Disclosure

On August 22, 2017, the Company issued a press release announcing that it closed on the Agreement described in Item 1.01 above. The press release is furnished as Exhibit 99.1 to this Form 8 K. The information furnished in Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as may be expressly set forth by specific reference in such filing.

Item 8.01 Other Events

As a result of the transactions described under Item 1.01 above, the Company expects to recognize in the third quarter 2017 a non-cash non-comparable settlement charge to net income of approximately \$40 million.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BALL CORPORATION  
(Registrant)

By: /s/ Scott C. Morrison  
Name: Scott C. Morrison  
Title: Senior Vice President and  
Chief Financial Officer

Date: August 22, 2017

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August 22, 2017

EXHIBIT INDEX

Description	Exhibit No.
Ball Corporation Press Release dated August 22, 2017	99.1