

BALL Corp  
Form 11-K  
June 26, 2018  
Table of Contents

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

Annual Report Pursuant to Section 15(d) of the

Securities Exchange Act of 1934

FORM 11-K

☐ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934, For  
the fiscal year ended December 31, 2017

☐ TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
OR

Commission file number 001-07349

A. Full title of the Plan and the address of the Plan, if different from that of the issuer named below:

BALL CORPORATION

401(K) AND EMPLOYEE STOCK OWNERSHIP PLAN

B. Name of issuer of the securities held pursuant to the Plan and the address of its principal executive office:

BALL CORPORATION

10 LONGS PEAK DRIVE

BROOMFIELD, COLORADO 80021-2510

Table of Contents

BALL CORPORATION

401(k) and Employee Stock Ownership Plan

Index to Financial Statements

	Page
<u>Report of</u> <u>Independent</u> <u>Registered</u> <u>Public</u> <u>Accounting Firm</u>	1
Financial Statements:	
<u>Statements of</u> <u>Net Assets</u> <u>Available for</u> <u>Benefits at</u> <u>December 31,</u> <u>2017 and 2016</u>	3
<u>Statements of</u> <u>Changes in Net</u> <u>Assets Available</u> <u>for Benefits for</u> <u>the Years Ended</u> <u>December 31,</u> <u>2017 and 2016</u>	4
<u>Notes to</u> <u>Financial</u> <u>Statements for</u> <u>the Years Ended</u> <u>December 31,</u> <u>2017 and 2016</u>	5
Supplemental Schedule:	
<u>Schedule H,</u> <u>Line 4i-Schedule</u> <u>of Assets (Held</u> <u>at End of Year)</u> <u>at December 31,</u>	15

2017

Signature Page 16

Exhibit Index 17

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Table of Contents

BALL CORPORATION

401(k) and Employee Stock Ownership Plan

Report of Independent Registered Public Accounting Firm

Plan Administrator and Plan Participants

Ball Corporation 401(k) and Employee Stock Ownership Plan

Broomfield, Colorado

Opinion on the Financial Statements

We have audited the accompanying statements of net assets available for benefits of the Ball Corporation 401(k) and Employee Stock Ownership Plan (the “Plan”) as of December 31, 2017 and 2016, the related statements of changes in net assets available for benefits for the years then ended, and the related notes (collectively, the “financial statements”). In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2017 and 2016, and the changes in net assets available for plan benefits for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Plan’s management. Our responsibility is to express an opinion on the Plan’s financial statements based on our audits. We are a public accounting firm registered with the Public Accounting Oversight Board (United States) (“PCAOB”) and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Plan’s internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risk of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by the Plan’s management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Supplemental Information

The supplemental information in the accompanying schedule of assets (held at end of year) as of December 31, 2017 has been subjected to audit procedures performed in conjunction with the audit of the Plan’s financial statements. The supplemental information is presented for the purpose of additional analysis and is not a required part of the financial statements but includes supplemental information required by the Department of Labor’s Rules and Regulations for

Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

1

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Table of Contents

BALL CORPORATION

401(k) and Employee Stock Ownership Plan

The supplemental information is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ Anton Collins Mitchell LLP

We have served as the Plan's auditor since 2016

Denver, Colorado

June 25, 2018

2

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Table of Contents

BALL CORPORATION

401(k) and Employee Stock Ownership Plan

Statements of Net Assets Available for Benefits

	December 31,	
	2017	2016
Assets:		
Investments, at fair value	\$ 2,351,289,364	\$ 2,010,165,828
Total Investments	2,351,289,364	2,010,165,828
Receivables:		
Employee contributions	110,428	165,109
Employer contributions	6,880,160	943,870
Notes receivable from participants	24,207,931	25,037,531
Total receivables	31,198,519	26,146,510
Net assets available for benefits	\$ 2,382,487,883	\$ 2,036,312,338

See accompanying notes to the financial statements.

Table of Contents

## BALL CORPORATION

## 401(k) and Employee Stock Ownership Plan

## Statements of Changes in Net Assets Available for Benefits

	For the years ended December 31,	
	2017	2016
Additions:		
Additions to net assets attributed to:		
Investment income:		
Dividends and interest	\$ 60,503,227	\$ 35,804,162
Net appreciation in fair value of investments	214,669,027	92,737,691
Total net investment income	275,172,254	128,541,853
Interest income on notes receivable from participants	1,092,694	1,089,262
Contributions		
Participants	61,529,845	58,423,277
Employer, net of forfeitures	30,869,233	23,956,163
Rollovers and other additions	7,342,230	4,495,842
Total contributions	99,741,308	86,875,282
Total additions	376,006,256	216,506,397
Deductions:		
Deductions to net assets attributed to:		
Distributions to participants	186,542,274	140,133,221
Administrative expenses	709,287	498,996
Total deductions	187,251,561	140,632,217
Net increase in net assets, before transfers	188,754,695	75,874,180
Transfers in/(out) (Note 1)	157,420,850	(218,331)
Net increase in net assets, after transfers	346,175,545	75,655,849
Net assets available for benefits		
Beginning of year	2,036,312,338	1,960,656,489
End of year	\$ 2,382,487,883	\$ 2,036,312,338

See accompanying notes to the financial statements.





Table of Contents

BALL CORPORATION

401(k) and Employee Stock Ownership Plan

Notes to Financial Statements

December 31, 2017 and 2016

Note 1–Description of the Plan

The following is a brief description of the Ball Corporation 401(k) and Employee Stock Ownership Plan (the “Plan”). The Plan is a defined contribution plan established on September 1, 1983. The Plan was amended and restated on July 1, 1989, under the rules of The Internal Revenue Code of 1986, as amended (“IRC”), Section 401(k), to add an employee stock ownership (the “ESOP”) feature which was qualified under IRC Sections 401(a) and 4975(e)(7). The Plan was most recently amended and restated effective January 1, 2015. Participants should refer to the Plan Document or the Summary Plan Description for more complete information.

On June 30, 2016, the Company completed the acquisition of Rexam PLC (Rexam). On January 26, 2017 the Company amended the Plan to merge the Rexam Retirement Savings Plan and the Rexam Investment Savings Plan into the Plan. The amendment is effective January 27, 2017. During January, 2017, approximately \$157,000,000 was transferred into the Plan from the Rexam Retirement Savings Plan of approximately \$142,000,000 and Rexam Investment Savings Plan of approximately \$15,000,000. Rexam employees were eligible to participate in the Plan as of January 1, 2017 and were auto-enrolled in the Plan effective February 3, 2017, if not already participating.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). The plan is not insured by the Pension Benefit Guaranty Corporation.

Trustee and Recordkeeper of the Plan

The Trustee of the Plan is Vanguard Fiduciary Trust Company (the “Trustee” or “Vanguard”). The Trustee holds all assets of the Plan in accordance with provisions of the agreement with the Company. Vanguard is also the recordkeeper of the Plan.

Participation