WESTERLUND DAVID A

Form 4/A January 24, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Washington, D.C. 20549

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

Form 5 obligations

may continue. See Instruction 1(b).

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 *

WESTERLUND DAVID A

2. Issuer Name and Ticker or Trading Symbol

BALL CORP [BLL]

(First) (Last)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 08/12/2004

BALL CORPORATION, 10 LONGS PEAK DR.

4. If Amendment, Date Original (Street)

Filed(Month/Day/Year)

08/13/2004

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below)

SR VP, ADMIN & CORP SECRETARY

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)

(Month/Day/Year)

2. Transaction Date 2A. Deemed Execution Date, if

(Month/Day/Year)

3. 4. Securities Code (Instr. 8)

TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

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

Ownership (Instr. 4)

(A) Code V Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Reported

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

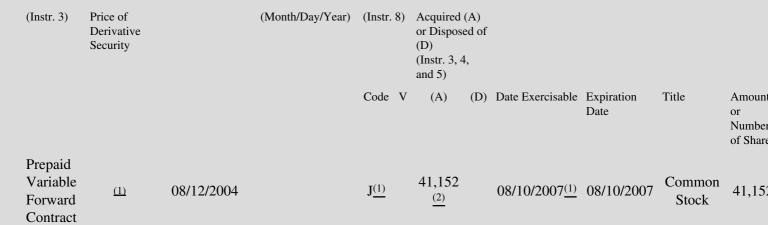
Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WESTERLUND DAVID A
BALL CORPORATION
10 LONGS PEAK DR.
BROOMFIELD, CO 80021-2510

SR VP, ADMIN & CORP SECRETARY

Signatures

By: Charles E. Baker, GenCounsel&AsstCorpSec For: David A.
Westerlund

01/24/2005

**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).

On 8-12-04, Ann B. Westerlund (Seller), an affiliate of David A. Westerlund, entered into a prepaid variable forward contract (Contract) with a broker/dealer (Buyer) for disposition of 20,576 shares of Ball Corp Common Stock (Ball Shares). Contract obligates Seller to deliver to Buyer on 8-10-07 (Settlement Date) a number of Ball Shares equal to \$1,486,821.76 (20,576 Ball Shares @\$72.26). In avalance Seller initially receives \$6.34% of \$1.486,821.76 (\$62.30 khora Burchese Brigg). Page Contract on Settlement Date. Seller

- In exchange Seller initially receives 86.34% of \$1,486,821.76 (\$62.39/share Purchase Price). Per Contract on Settlement Date, Seller receives up to 120% of \$72.26/share price (\$86.72/share Ceiling Price) if Ball Shares appreciate above \$72.26/share (Floor Price). Ball Shares to be sold by Seller under Contract will be 20,576 base amount & will depend on whether the Ceiling Price is above Floor Price. Buyer received Ball Shares but they will not be sold until 8-10-07. At Seller's option she may deliver cash equivalent to value of required number of Ball Shares to be delivered on Settlement Date.
- Correcting entry to the 8/12/04 transaction, which originally showed the new prepaid variable contract as belonging to Mr. Westerlund (direct ownership) rather than his spouse, Ann Westerlund. Corrected ownership from direct to indirect. Since the 8/12/04 transaction, on August 23, 2004, Ball Corporation's stock split doubled the prepaid variable contract shares from 20,576 to 41,152 and lowered the value of the shares by half.

Remarks:

Total number of Common Shares directly owned includes shares acquired through the Ball Corporation Dividend Reinvestme 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.

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