

WESTERLUND DAVID A
 Form 4/A
 January 24, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 WESTERLUND DAVID A

2. Issuer Name and Ticker or Trading Symbol
 BALL CORP [BLL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

BALL CORPORATION, 10 LONGS
 PEAK DR.

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/12/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 SR VP, ADMIN & CORP SECRETARY

(Street)

BROOMFIELD, CO 80021-2510

4. If Amendment, Date Original Filed(Month/Day/Year)
 08/13/2004

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
---------------------------------	---------------------------	--------------------------------------	-----------------------------------	---------------------	------------------------------------	--	---

Edgar Filing: WESTERLUND DAVID A - Form 4/A

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Prepaid Variable Forward Contract	(1)	08/12/2004	J(1)	41,152 (2)					08/10/2007(1)	08/10/2007	Common Stock	41,152

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).
- (1) 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 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.
- (2) 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 Reinvestment Plan.

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.