1880-2005

Ball Corporation is a provider of metal and plastic packaging, primarily for beverages and foods, and of aerospace and other technologies and services to commercial and governmental customers. Founded in 1880, the company employs more than 13,200 people in 75 locations worldwide. Ball Corporation stock is traded on the New York Stock Exchange under the ticker symbol "BLL."

#### MISSION AND STRATEGIES

To be the premier provider to beverage, food and aerospace and technologies customers of the products and services that we offer as we aggressively manage our business, and to explore and pursue acquisitions, divestitures, strategic alliances and other changes that would benefit Ball's shareholders.

In packaging, our strategy is to leverage our superior continuous process improvement expertise in order to manufacture, market, sell and service high-quality, value-added products that meet the needs of high-volume and/or growing customer segments of the beverage, food and other markets.

In aerospace and technologies, our strategy is to provide remote sensing systems and solutions to the aerospace and defense markets through products and services used to collect and interpret information needed to support national missions and scientific discovery.

# Ball Corporation and Subsidiaries

(\$ in millions, except per share amounts)	2004	2003
Stock Performance		
Annual return to common shareholders (share price appreciation plus assumed reinvested dividends)	48.8%	17.4%
Closing market price per share (1)	\$ 43.98	\$ 29.79
Total market value of common stock		\$ 3,359
Shares outstanding at year end (000s) (1)	112,691	112,779
Shares outstanding assuming dilution (000s) (1)(2)	114,742	114,815
Operating Performance		
Net sales	\$ 5,440	\$ 4,977
Earnings before taxes (3)		\$ 320
Earnings before interest and taxes (EBIT) (3)(4)		\$ 461
Net earnings (3)		\$ 230
Basic earnings per share (1)(3)	\$ 2.67	\$ 2.06
Diluted earnings per share (1)(3)	\$ 2.60	\$ 2.01
Cash dividends per share (1)		\$ 0.24
Number of employees	13,220	12,630

- (1) Amounts for 2003 have been retroactively restated for a two-for-one stock split, which was effective August 23, 2004.
- (2) Represents shares outstanding at year end plus the assumed exercise of options that are "in-the-money" at year end, less an estimate of shares that could be repurchased at the year-end market price of Ball stock using the assumed exercise proceeds. This measure is not the same as the diluted weighted average shares outstanding used in the calculation of diluted earnings per share.
- (3) Includes income of \$15.2 million (\$0.08 cents per diluted share) in 2004 and \$3.7 million (\$0.02 cents per diluted share) in 2003 related to the finalization of various business consolidation and other activities. Also includes expense of \$1.5.2 million (\$0.02 tents per diluted share) in 2004 for a bad debt provision related to a minority-owned investment and \$15.2 million (\$0.09 cents per diluted share) in 2003 for debt refinancing costs. Additional details are available in the company's consolidated financial statements.

  (4) Management utilizes earnings before interest and taxes (EBIT) as an internal measure for evaluating operating results and for planning purposes. EBIT is shown prior to interest
- expense of \$103.7 million in 2004 and \$141.1 million in 2003.

This Summary Annual Report should be read in conjunction with the audited consolidated financial statements and other information contained in Ball Corporation's Annual Report on 10-K for 2004 furnished with the Company's Proxy Statement for the 2005 Annual Meeting of Shareholders.



# Dear Fellow Shareholders:

Sometime in 2005, Ball Corporation will turn 125 years old.

Company records and historians are certain of the year, though less certain about a particular month or day. That's fine with us, because throughout the year we intend to mark this milestone in our history. To confine it to a single day just wouldn't do after so many years of tangible accomplishment.

We will feel good as we celebrate because 2004, the last full year in our first 125, was also the best in the company's history, with record sales, record earnings and record operating cash flow.

More important, perhaps, we will celebrate while trying to ensure that 2005 will see us achieve even greater results, much as 2004 built on a record 2003.

There won't be any grand balls or elaborate 125th anniversary events. You won't see our name or quasquicentennial logo in a special corporate image advertising campaign, other paid promotions or on blimps.

We reached 125 years by quietly and confidently going about our business. We'll celebrate the same way.

Our guiding philosophy really is quite simple and straightforward. It is a gift from our corporate founders. You will find it on the page following this letter. It works for us, as demonstrated by our long, successful history and most recently by Ball Corporation's 2004 results.

# Exceeding our goals

In 2004 we earned a record \$295.6 million (\$2.60 per diluted share) on record sales of \$5.44 billion, compared to \$229.9 million (\$2.01 per diluted share) on sales of \$4.98 billion in 2003.

Our long-term objective is to improve annual earnings per diluted share by an average of 10 to 15 percent over time. In recent years we have far exceeded that goal, with earnings per diluted share up 29 percent in 2004 and an average of more than 45 percent per year over the past three years.

We also focus on the generation of cash and the prudent use of that cash. Our cash flow from operations in 2004 was \$536 million. Since the end of 2001, we have generated more than \$1.35 billion in cash flow from operations.

# Prudent use of cash

Our success depends in no small way on us making wise choices regarding the use of that cash. We have the standard choices – invest in the business, make acquisitions, reduce debt, pay dividends and buy back stock.

When we have the opportunity to improve our existing businesses and earn more than our cost of capital, we take it. We are building a new beverage can manufacturing plant near Belgrade, the largest foreign investment in Serbia since the end of hostilities there. We are converting selected manufacturing lines in Europe and North America from the production of standard size commodity beverage cans to the production of specialty cans as our customers' needs for new sizes and styles of beverage cans continue to grow. To accommodate the nearly 600 new people we hired in our aerospace business in 2004 and the many contracts we are bidding and winning for spacecraft and space instrumentation, we are expanding and upgrading facilities in our aerospace and technologies segment.

We have made two large acquisitions since 1998 in the beverage can manufacturing assets of Reynolds Metals and Schmalbach-Lubeca. The successful integration of these acquisitions has elevated us to a leadership position in our largest product



R. David Hoover Chairman, president and chief executive officer

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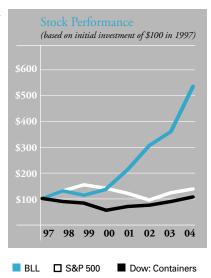


area. We also have made a number of smaller, strategically important acquisitions such as the one early in 2004 that made us sole owner of a large metal food can manufacturing facility in California.

Since the acquisition of our European beverage can business at the end of 2002 we have been diligent in reducing debt associated with that transaction. Two years later, at the end of 2004, we had reduced debt and increased cash by a total of \$536 million.

In 2004 we increased the regular quarterly dividend on our common stock by 33 percent, the third time we have increased the dividend in the past three years.

We have been a significant acquirer of our own stock, repurchasing more than \$200 million worth of net shares between 2001 and the end of 2004 and an additional \$125 million in January 2005. Approximately 8 million shares remain under a stock repurchase authorization approved by the board of directors in July 2004.



# Strength and flexibility

We reached 125 years and achieved a record 2004 by demonstrating the flexibility needed to adapt to changing times and take advantage of developing market opportunities. We have the financial strength to pursue those opportunities that make the most sense and offer the greatest long-term potential to the corporation. It is this combination of financial strength and strategic flexibility that has characterized Ball throughout its history, and will continue to define it in the future.

We also have the human strength. While many of our employees have devoted much of their working lives to Ball, an increasing number of our employees are new to the company. Many came to us through acquisitions both large and small. Others came with the growth of our still-young plastic container business. Fully half of our 3,100 aerospace employees have been with Ball for fewer than five years. New people bring new ideas that help fuel the creativity and imagination of the entire organization. We appreciate the contribution of every employee, old and new.

One of our greatest strengths, now and throughout our history, is the outstanding customer base we serve. We are privileged to provide packaging products for many of the world's leading names in the beverage and food industries, and our aerospace and technologies segment works with the top defense and space agencies, laboratories and scientific investigators in the world. We are honored by the trust our customers place in us, and determined to continue to add value to our relationships with them.

# The only fireworks

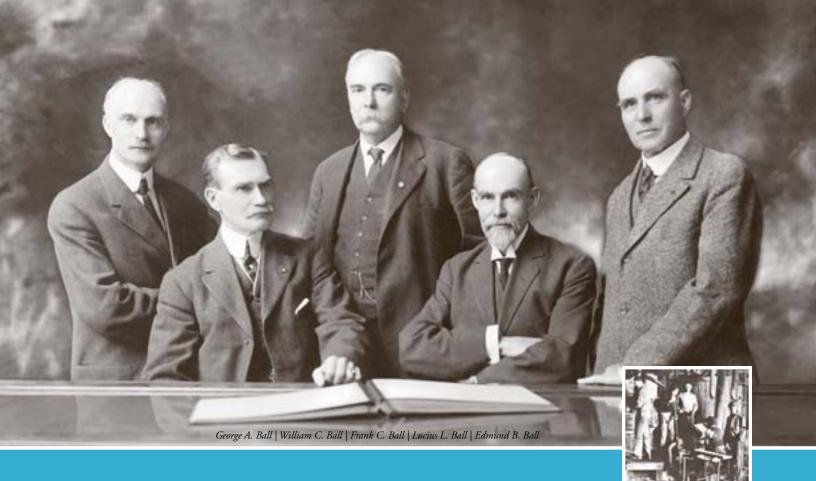
If all goes as planned, on the Fourth of July in 2005, a spacecraft built by Ball will rendezvous with a comet after a journey of six months and more than 265 million miles. This technically challenging mission holds the promise to greatly expand knowledge about the formation of the universe. One part of the spacecraft will impact with the comet while the other part observes and sends back images and data to scientists on Earth. The celestial show that could occur may be the only fireworks related in any way to our quasquicentennial. For the most part it will be business as usual, as it has been for the past 125 years, as we continue to build on our tradition of serving our customers, providing jobs, rewarding investors and participating in our communities. In the process, we will find the time to celebrate and make note of those things that have allowed us to prosper for so long.

If we do these things properly, our future should be every bit as bright as our past has been proud.

R. David Hoover

R. David Hower

Chairman, president and chief executive officer



# "Our Quasquicentennial Year"

Ball Corporation has changed dramatically over its 125 years, from a small, family-owned business into a public company with people and interests around the world. We believe a core purpose and core values, established in our early years and refined and adhered to throughout our history, have provided us with a guiding philosophy that has helped us prosper.

# Core Purpose

Ball Corporation is in business to add value to all of its stakeholders, whether it is providing quality products and services to customers, an attractive return on investment to shareholders, a meaningful work life for employees or a contribution of time, effort and resources to our communities. In all of our interactions, we ask how we can get better – how we can make it better, be better and do better, for our own good and the good of those who have a stake in our success.

# Core Values

**Integrity** – Our reputation for integrity is our most important asset. We will not compromise our integrity or risk damage to our reputation in return for financial gain or for any reason.

**Respect** – We respect our employees, our customers, our suppliers, our shareholders – indeed, all of our stakeholders. In all of our dealings we strive to show that respect and to treat people with dignity.

**Motivation** – We have a strong desire to be successful and to be measured against the best.

**Flexibility** – We are willing to challenge our own assumptions and adapt to changing circumstances for the long-term good of the corporation.

**Innovation** – We strive to be creative and innovative in our products, our processes and the way we conduct business.

**Teamwork** – We operate as a team. Everyone has his or her job, but it takes all of us working together for the company to succeed.









# Ball Corporation Yesterday

## BALL CORPORATION TODAY



The wooden jacketed can was the first Ball packaging product, 1880



Ball factory glass blowers, Buffalo, N.Y., circa 1882



A catalog drawing of oil cans produced by Ball, circa 1883







Early sign for Ball Brothers Glass Manufacturing Company, 1886



# North American Packaging

For all of our 125-year history, Ball Corporation has produced packaging in North America. Our products have evolved as the needs of our packaging customers and their consumers have evolved. Today our focus is on two specific growth strategies: developing innovative and distinctive brand-building packages to help our customers grow, and manufacturing more value-oriented packaging that meets and exceeds consumers' expectations, all the time maintaining our leadership as a low-cost provider of packaging products.

In 2004 Ball addressed these strategies with the expansion of our Edmund F. Ball Technology & Innovation Center (BTIC) in Westminster, Colo. We completed the relocation of our plastics technology and development operations from Smyrna, Ga., to the BTIC and are already offering our customers the advantages that come from housing our three packaging technology operations – for metal beverage, metal food and plastics – under one roof. The expanded BTIC and our European technical center in Bonn, Germany, are developing innovative packaging and processes for our customers on both continents and elsewhere.

We introduced in 2004 a new line of heat-set PET bottles called Heat-Tek™ that are ideal for juices, teas, sports drinks, vitamin-enhanced water and other beverages that are filled at temperatures up to 185 degrees Fahrenheit. As consumer demand for healthier beverages and the conversion from glass to plastic containers continue, Ball's Heat-Tek™ bottles are providing on-the-go packaging targeted to those growing products.

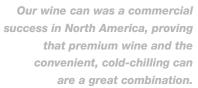
To help meet the continued growth of Ball's custom can business, we announced plans to convert a metal beverage container line in our Golden, Colo., plant to the fast-growing 24-ounce can from the 12-ounce can. The conversion will be complete by the end of the second quarter of 2005. In addition to demand from beverages traditionally packaged in cans, custom can growth is coming from additional product areas such as wine and dairy.

In March 2004 we solidified our significant West Coast presence in the metal food container industry with the acquisition of Ball Western Can Company, LLC, a metal food container plant in Oakdale, Calif. Ball Western Can was established in 2000 as a joint venture between Ball and ConAgra Grocery Products Company. Our Oakdale plant is providing metal food packaging to ConAgra Foods manufacturing locations in California while also serving other key West Coast food customers.

Innovations and initiatives like these allow Ball to continue to grow and perform in the large North American packaging market.



We expanded our innovative line of Heat-Tek™ PET bottles in 2004 to help meet demand for hot-filled beverages.







The expanded Edmund
F. Ball Technology &
Innovation Center in
Westminster, Colo.,
combines our aluminum,
steel and plastic packaging
development expertise
in one modern facility.

# Ball Corporation Yesterday



Ball Brothers glass factory, Muncie, Ind., circa 1889



The founding Ball brothers in 1893



F.C. Ball machine, the first semi-automatic glass-making machine, circa 1898



Ball jars warehoused in an open field before shipping, Muncie, Ind., circa 1903



Muncie, Ind., glass factory employees, circa 1905



# Ball Corporation Yesterday

## BALL CORPORATION TODAY



Ball employees pose in front of a railroad car carrying several automatic Ball-Bingham glass making machines at the Muncie, Ind., factory, circa 1906



Parade float, "We Jar the World," 1927



Women's industrial basketball team representing the white liner department at Ball Brothers, 1932



Ball's display at 1933 Chicago Century of Progress International Exposition



Ball's growing glass plant, Muncie, Ind., 1938



# International Packaging

In our second full year of operating Ball Packaging Europe, we continued to expand that business both geographically and through the introduction of innovative new products.

In May 2004, Ball Packaging Europe began construction of a new aluminum beverage can plant near Belgrade, Serbia. The plant will have a capacity of 650 million cans per year and will serve the Eastern European region, where beverage can demand is expected to grow in double digits. Production is scheduled to begin in mid-2005.

We also converted a steel beverage can line in Hermsdorf, Germany, and a line in Oss, the Netherlands, to aluminum to better allow us to meet increased demand for aluminum cans throughout Europe.

Ball Packaging Europe, largely through its extensive capabilities at its technical center in Bonn, Germany, continued to develop new products and processes in 2004. For example, a slimmer diameter can launched successfully in Germany, where a poorly planned deposit system created turmoil in the market and forced canmakers to seek export markets for cans produced in Germany. The "Sleek" can is being used in select retail outlets in Germany and in 2005 will be launched commercially in France, Portugal and Spain.

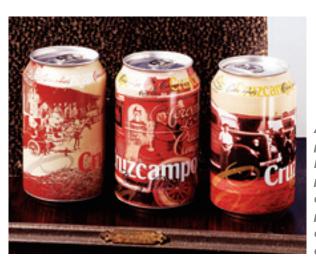
We also continue to develop our can embossing capabilities and have installed a second embosser in Europe, this time in our plant in Radomsko, Poland. We will sell about 650 million embossed cans in 2005, making Ball Packaging Europe the largest supplier of embossed cans on the continent. Another successful Ball innovation in Europe includes the introduction of waterless printing techniques for cans sold in Belgium, France and Spain.

In the last 18 months, we believe the China beverage market has grown by more than 10 percent. That trend appears to be continuing into 2005, with both canned soft drinks and beer making inroads with Chinese consumers. As a result, Ball Asia Pacific Ltd. is close to full utilization of its plants in China. We have operated in China for two decades, and today believe our plants there are well positioned to benefit from continued growth in that market.

Our Brazilian joint venture, Latapack-Ball Embalagens, Ltda., improved results in 2004 by increasing operating efficiencies as volumes rebounded after a difficult 2003.

Ball Packaging Europe's extensive embossing capabilities produced this premium embossed can for Gordon Finest Platinum Beer in January 2005.





A new type of waterless printing process developed by Ball Packaging Europe produces exquisitely detailed high-resolution photos and expands the color palette to produce eye-catching packages.

Our new metal beverage container plant near Belgrade, Serbia, will supply the fast-growing eastern European market with up to 650 million cans per year.



# Ball Corporation Yesterday



Zinc battery shells made for U.S. armed forces at Ball's zinc rolling plant, 1943



Employees hand inspect commercial glass jars at the end of a manufacturing line, Muncie, Ind., circa 1950



Ball Brothers Research Corp., the forerunner of Ball Aerospace, formed in Boulder, Colo., in 1956



A variety of commercial glass containers made by Ball, circa 1960





Quilted crystal jelly jars introduced, 1965



Orbiting Solar Observatory-4 launch crew mating the satellite to a rocket, 1967



Ball acquired Jeffco Manufacturing, Golden, Colo., and entered metal beverage container business, 1969



Ball Brothers Corporation name changed to Ball Corporation, 1969



Ball-designed low-light-level camera for the Sea Sparrow missile system, 1972



# Aerospace and Technologies

Ball Aerospace & Technologies Corp. won significant new business in 2004 and continued its rapid growth to accommodate larger, more complex programs. It employed a record 3,100 people by the end of the year and embarked on a number of exciting new projects that will help us better understand our universe as well as support our critical national security interests around the world.

One of the most exciting programs in the history of Ball Aerospace launched into space in January 2005, when the Deep Impact flyby spacecraft and smart impactor began their six-month journey to meet comet Tempel 1. Deep Impact and Tempel 1 are scheduled to meet on July Fourth, when the impactor is programmed to slam into the sunlit side of the comet's surface. The collision will reveal what scientists believe is some of the oldest material in our solar system, which the flyby craft will analyze, as well as the resulting crater in Tempel 1.

Other milestones reached by Ball Aerospace in 2004 include:

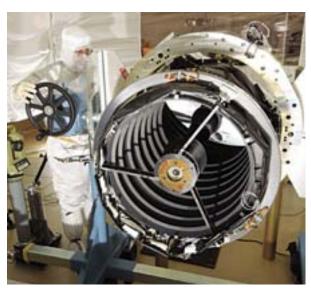
- A Boeing/Ball Aerospace team was awarded a \$189 million contract by the U.S.
   Air Force for the Space-Based Space Surveillance (SBSS) System. Ball Aerospace is responsible for the space segment including spacecraft bus and visible sensor payload.
- In July, Ball Aerospace was selected for early stage development of an advanced sensor for the U.S. government's next generation environmental satellite system.
   The Hyperspectral Environmental Suite, or HES, will fly on the Geostationary Operational Environmental Satellites (GOES-R) system, scheduled for a 2012 launch.
- In December, Ball Aerospace delivered the High Resolution Imaging Science Experiment, or HiRISE, camera to Lockheed Martin Space Systems for integration into the Mars Reconnaissance Orbiter (MRO). The HiRISE instrument is expected to provide color stereo images of the Martian surface at six times higher resolution than any existing images. MRO will look for evidence of past or present water, study the climate record, and identify landing sites for future missions, including sample return and potential human exploration on Mars. It is scheduled for launch in August 2005 and to reach Mars in March 2006.



Ball Aerospace & Technologies Corp., in association with the University of Maryland and the Jet Propulsion Laboratory (JPL), developed the Deep Impact flyby spacecraft, impactor spacecraft and science instruments to analyze the interior of comet Tempel 1 as the eighth mission in NASA's Discovery Program.



Spirit and Opportunity rovers exceeded their planned life span, sending images of Mars to Earth using Ball antennas and electronics.



Ball Aerospace completed the High Resolution Imaging Science Instrument (HiRISE) for NASA's Mars Reconnaissance Orbiter (MRO), which will take high-resolution images of the Martian surface from orbit.

# Ball Corporation Yesterday



Ball stock first traded on New York Stock Exchange, 1973



Agricultural systems division formed, 1975



Unimark Plastics acquired, 1978



Ball begins making zinc penny blanks for U.S. Mint, 1981



Ball's first Chinese beverage can joint venture, Guangzhou, 1986





Ball Packaging Products Canada, Inc., joint venture formed, 1988



Ball spins off seven smaller businesses, including home canning, to form Alltrista Corporation, 1993



Ball-built Corrective Optics Space Telescope Axial Replacement (COSTAR) installed on Hubble Space Telescope, fixes Hubble's blurred vision, 1993



Heekin Can, Inc., acquired, 1993



Ball starts up PET plastic container operations, 1994



# Ball, the Environment and Community Responsibility

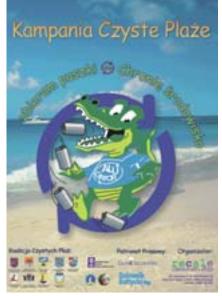
Ball Corporation recognizes the importance of protecting the environment. That's why we put in place procedures that begin with ensuring compliance with environmental regulations and extend to significant recycling, waste minimization, energy conservation and environmental management programs.

As an active member in several industry trade and recycling organizations, Ball provides funding and leadership in the development of recycling initiatives. Within our own plants, we recycle all scrap metal and plastic, secondary packaging such as pallets and plastic strapping and other materials used in day-to-day operations from paper to oil to batteries. Ball's aluminum and steel containers are among the most environmentally friendly packaging containers and contain on average 40 percent recycled aluminum and 31 percent recycled steel. Ball's Amazon HM® barrier PET bottle was recently awarded the "Champions of Change" award by the Association of Postconsumer Plastics Recyclers for being specifically designed to be compatible with current recycling processes.

Ball strives to help preserve natural resources by finding new ways to conserve energy. We created an energy conservation team to identify and implement energy-saving opportunities within our facilities. Our metal beverage container plants, for example, have reduced temperatures in process curing ovens to reduce consumption of natural gas by approximately 30 million cubic feet annually, while maintaining strict product quality parameters. Ball's metal food container plant in Springdale, Ark., is installing a heat recovery system that will reduce natural gas consumption by approximately 46 percent. Our packaging plants have also been working on compressed air reductions to reduce electrical energy consumption and improved capture systems to reduce emissions.

Those are only a few of the many actions we are taking as we strive to continue to be a good corporate citizen. Our goal is to reduce Ball's environmental footprint even as we provide jobs to more than 13,200 people and create value for our shareholders and other key stakeholders. These are compatible goals, and we will remain focused on achieving them together.

In Poland, Ball Packaging Europe played a lead role in founding Recal, the Polish environmental trust fund. Recal launched a campaign called "Collect Cans – Protect the Environment" in popular vacation areas and organized 150 ecological workshops.





Our North American beverage can plant employees collected more than 23,000 pounds of used aluminum cans as part of our 2004 America Recycles Day campaign. Our plants recycle aluminum, steel and plastic every day as part of the manufacturing process.

Ball employees participate in a variety of community activities, including volunteering to help build this Habitat for Humanity house in Colorado.



# Ball Corporation Yesterday



Ball relocates corporate headquarters to Colorado, 1998



Reynolds Metals beverage can plants acquired, making Ball the largest beverage can maker in North America, 1998



Ball Packaging Europe formed with acquisition of Schmalbach-Lubeca beverage can assets, 2002



The Spitzer Space Telescope, which uses a cryogenically cooled telescope built by Ball Aerospace, reveals first images, 2003



Ball celebrates quasquicentennial, 2005



# Packaging

#### **Products and Services**

## **Representative Customers**

#### **Customer Products**

#### North American



Two-piece aluminum beverage cans and easy-open beverage can ends for a variety of products; two-piece beverage can technology services and support; plastic containers in a variety of shapes and sizes; two- and three-piece steel food cans in a wide range of heights and diameters using draw-redraw, draw and ironed, and three-piece welded can technology; steel food can services and support

Allen Canning; Anheuser-Busch; Bush Brothers; Cadbury Schweppes; Campbell Soup; Canadian Fishing Company; Carriere; Cask; City Brewery; Coca-Cola; ConAgra; Cott; Dean Foods; Go Fast; Hansen's; High Falls Brewing; Hirzel Canning Co.; Hormel; Icicle Seafoods; Kraft; Lakeport Brewing; Lakeside Foods; Masterfoods; Molson Coors; Monarch; Morgan Foods; National Beverage; Niebaum-Coppola; Nitro2Go; O-AT-KA; Pepsi-Cola; Red Gold; Rock Star; SABMiller; Safeway; Seneca Foods: Shasta: Sleeman: Strong Spirits LLC; Trident Seafoods; XS Energy

Beer; soft drinks; energy drinks; juices; wine; nutritional supplements; fruits; vegetables; meats; seafoods; soups; pastas; pet foods; meal replacement drinks; dairy products

#### International



Two-piece aluminum and steel beverage cans and easy-open beverage can ends for a variety of products; two-piece beverage can technology services and support; plastic containers for oil products A.S. Watson Group; AmBev; Anheuser-Busch; Bavaria N.V.; Cervejaria Petrópolis S.A.; Beijing Yanjing Brewery; Britvic (Pepsi); Coca-Cola; ExxonMobil Worldwide; Guangzhou Pepsi; Guinness; Heineken; Inbev; Kingsway Beer; Mahou/San Miguel; Molson Coors; SABMiller; San Miguel Group; Schweppes/Orangina; Tianjin Coke; Tingjin; Tsingtao; Wahaha Beer; soft drinks; energy drinks; juices; nutritional supplements; household products; personal care products; diary products; motor oil industry

# Aerospace and Technologies



Electro-optical and infrared sensors, spacecraft and data exploitation for governments, commercial space and science communities

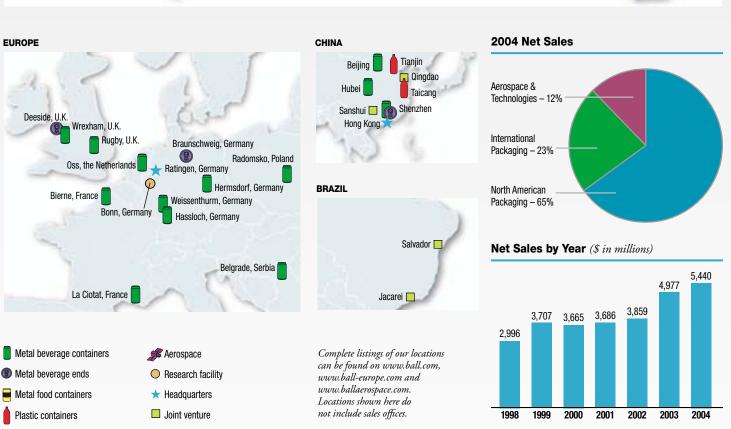
BAE Systems; Boeing; Defense Advanced Research Projects Agency; DigitalGlobe; General Dynamics; Jet Propulsion Laboratory; NASA Ames Research Center; NASA Goddard Space Flight Center; NASA Langley Research Center; Lockheed Martin; National Air Intelligence Center; National Oceanic & Atmospheric Administration: Northrop Grumman; Office of Naval Research; Raytheon; U.S. Air Force; U.S. Army; U.S. Coast Guard; U.S. Department of Defense; U.S. Marines: U.S. Navv

Spacecraft; sensors; instruments; satellite payloads; laser technologies; electro-optical systems; cameras; antennas; software; systems engineering; tracking systems; cryogenics; space-qualified components; engineering services

Please note: These are brief descriptions and not complete lists.

#### MANUFACTURING AND AEROSPACE SERVICES LOCATIONS





#### SEVEN-YEAR REVIEW OF SELECTED FINANCIAL DATA

Ball Corporation and Subsidiaries

(\$ in millions, except per share amounts)	2004	2003	2002	2001	2000	1999	1998
Net sales.	\$5,440.2	\$ 4,977.0	\$ 3,858.9	\$ 3,686.1	\$ 3,664.7	\$ 3,707.2	\$ 2,995.7
Earnings (loss) before cumulative effect	+ > ) = =	+ -,>,,,,,	+ 0,0,00	+ 0,0001-	+ 0,000 -17	+ 0,7 -7 -	+ -,,,,,,,
of accounting change (1)	295.6	229.9	156.1	(99.2)	68.2	104.2	19.9
Cumulative effect of accounting change,	2//.0	22).)	1,0.1	()).2)	00.2	104.2	1).)
net of tax	_	_	_	_	_	_	(3.3)
Net earnings (loss) (1)	295.6	229.9	156.1	(99.2)	68.2	104.2	16.6
Preferred dividends, net of tax	<i>277.</i> 0	22).)	1 70.1	(2.0)	(2.6)	(2.7)	(2.8)
Earnings (loss) attributable to							
common shareholders (1)	\$ 295.6	\$ 229.9	\$ 156.1	\$ (101.2)	\$ 65.6	\$ 101.5	\$ 13.8
	<del>Ψ 2/).0</del>	<u>Ψ 22).)</u>	<u>π 1 /0.1</u>	Ψ (101.2)	Ψ 07.0	<del>ψ 101.)</del>	Ψ 13.0
Return on average common	21 20/	25 /0/	21 20/	(17.7)0/	10 10/	16 204	2 20/
shareholders' equity	31.2%	35.4%	31.3%	(17.7)%	10.1%	16.2%	2.3%
Basic earnings per share: (1)(2)							
Earnings (loss) before cumulative effect	¢ 2.67	¢ 200	¢ 1.20	¢ (0.02)	¢ 050	¢ 004	\$ 0.14
of accounting change (1)	\$ 2.67	\$ 2.06	\$ 1.39	\$ (0.92)	\$ 0.56	\$ 0.84	\$ 0.14
net of tax		_	_	_	_	_	(0.02)
	¢ 2.67	\$ 2.06	\$ 1.39	\$ (0.92)	\$ 0.56	\$ 0.84	
Basic earnings (loss) per share (1)(2)	<b>\$ 2.67</b>	\$ 2.00	\$ 1.39	\$ (0.92)	\$ 0.56	\$ 0.84	\$ 0.12
Weighted average common shares	110.0/6	111.710	112 (2/	100 750	116160	120 (01	101.550
outstanding (000s) (2)	110,846	111,710	112,634	109,759	116,160	120,681	121,552
Diluted earnings per share: (1)(2)							
Earnings (loss) before cumulative effect	4 0 60	4 201	<b>.</b>	d (0.00)	4 0.50	d 0 =0	<b>.</b>
of accounting change (1)	\$ 2.60	\$ 2.01	\$ 1.36	\$ (0.92)	\$ 0.53	\$ 0.79	\$ 0.14
Cumulative effect of accounting change,							(0.02)
net of tax							(0.03)
Diluted earnings (loss) per share (1)(2)	\$ 2.60	\$ 2.01	\$ 1.36	\$ (0.92)	\$ 0.53	\$ 0.79	\$ 0.11
Diluted weighted average common							
shares outstanding (000s) (2)	113,790	114,275	115,076	109,759	124,068	129,798	130,368
Property, plant and equipment additions	\$ 196.0	\$ 137.2	\$ 158.4	\$ 68.5	\$ 98.7	\$ 107.0	\$ 84.2
Depreciation and amortization	\$ 215.1	\$ 205.5	\$ 149.2	\$ 152.5	\$ 159.1	\$ 162.9	\$ 145.0
Total assets	\$4,477.7	\$ 4,069.6	\$ 4,132.4	\$ 2,313.6	\$ 2,649.8	\$ 2,732.1	\$ 2,854.8
Total interest bearing debt and	, , , , , ,		, , -	, ,-	, ,	, ,,	, , ,
capital lease obligations	\$1,660.7	\$ 1,686.9	\$ 1,981.0	\$ 1,064.1	\$ 1,137.3	\$ 1,196.7	\$ 1,356.6
Common shareholders' equity	\$ 1,086.6	\$ 807.8	\$ 492.9	\$ 504.1	\$ 639.6	\$ 655.2	\$ 594.6
Market capitalization (3)	\$ 4,956.2	\$ 3,359.1	\$ 2,904.8	\$ 2,043.8	\$ 1,292.0	\$ 1,174.0	\$ 1,393.3
Net debt to market capitalization (3)	29.5%	49.1%	59.3%	48.0%	86.0%	98.9%	94.9
Cash dividends (2)	\$ 0.35	\$ 0.24	\$ 0.18	\$ 0.15	\$ 0.15	\$ 0.15	\$ 0.15
Book value per share (2)	\$ 9.64	\$ 7.17	\$ 4.35	\$ 4.36	\$ 5.70	\$ 5.49	\$ 4.88
Market value per share (2)	\$ 43.98	\$ 29.785	\$ 25.595	\$ 17.675	\$ 11.515	\$ 9.845	\$ 11.44
Annual return to common shareholders (4)	48.8%	17.4%	46.0%	55.3%	19.2%	(12.7)%	31.4%
Working capital	\$ 249.3	\$ 62.4	\$ 155.6	\$ 218.8	\$ 310.2	\$ 225.7	\$ 198.0
Current ratio	1.25	1.07	1.15	1.38	1.47	1.34	1.29

<sup>(1)</sup> Includes business consolidation activities and other items affecting comparability between years of pretax income of \$15.2 million, \$3.7 million and \$2.3 million in 2004, 2003 and 2002, respectively, and pretax expense of \$271.2 million, \$76.4 million and \$73.9 million in 2001, 2000 and 1998, respectively. Also includes expense of \$15.2 million in 2004 reported within equity in results of affiliates and \$15.2 million and \$5.2 million of debt refinancing costs in 2003 and 2002, respectively, reported as interest expense. Additional details about the 2004, 2003 and 2002 items are available in the company's consolidated financial statements.

(2) Amounts have been retroactively restated for two-for-one stock splits, which were effective August 23, 2004, and February 22, 2002.

(3) Market capitalization is defined as the number of common shares outstanding at year end, multiplied by the year-end closing price of Ball common stock. Net debt is total

debt less cash and cash equivalents.

<sup>(4)</sup> Change in stock price plus dividend yield assuming reinvestment of dividends.

## **Quarterly Stock Prices and Dividends**

Quarterly prices for the company's common stock, as reported on the composite tape, and quarterly dividends in 2004 and 2003 were:

2004			3rd Quarter	
High	\$ 34.43	\$36.23	\$38.30	\$45.20
Low	28.255	30.20	34.12	35.81
Dividends per share	.075	.075	.10	.10
2003	lst Quarter	2nd Quarter	3rd Quarter	4th Quarter
High	\$ 28.425	\$ 29.61	\$ 27.555	\$ 29.875
Low	24.275	22.635	21.15	26.60
Dividends per share	.045	.045	.075	.075

Amounts have been retroactively restated for a two-for-one stock split, which was effective August 23, 2004, and are presented on a calendar basis.

## **Quarterly Results and Company Information**

Quarterly financial information and company news are posted on www.ball.com. For investor relations call 303-460-3537.

### **Purchase Plan**

A dividend reinvestment and voluntary stock purchase plan for Ball Corporation shareholders permits purchase of the company's common stock without payment of a brokerage commission or service charge. Participants in this plan may have cash dividends on their shares automatically reinvested at a 5 percent discount and, if they choose, invest by making optional cash payments. Additional information on the plan is available by writing EquiServe Trust Company, N.A., Dividend Reinvestment Service, P.O. Box 43081, Providence, RI 02940-3081. The toll-free number is 1-800-446-2617, and the Web site is www.equiserve.com. You can access your Ball Corporation common stock account information on the Internet 24 hours a day, 7 days a week through EquiServe's Web site at gateway.equiserve.com. You will need the issue number (3101), your account number, your password and your social security number (if applicable)

to gain access to your account. If you need assistance, please call EquiServe at 1-877-843-9327.

#### **Annual Meeting**

The annual meeting of Ball Corporation shareholders will be held to tabulate the votes cast and to report the results of voting on the matters listed in the proxy statement sent to all shareholders. No other business and no presentations are planned. The meeting to report voting results will be held on Wednesday, April 27, 2005, at 9 a.m. (EST) at the Waldorf-Astoria Hotel, New York City.

# Annual Report on Form 10-K

Copies of the Annual Report on Form 10-K for 2004, filed by the company with the United States Securities and Exchange Commission, may be obtained by shareholders without charge by writing to the assistant corporate secretary, Ball Corporation, P.O. Box 5000, Broomfield, CO 80038-5000.

#### **Transfer Agents**

EquiServe Trust Company, N.A. P.O. Box 43069 Providence, RI 02940-3069

#### Registrars

EquiServe Trust Company, N.A. P.O. Box 43069 Providence, RI 02940-3069

## **Investor Relations**

Ann T. Scott
Director, Investor Relations
Ball Corporation
P.O. Box 5000
Broomfield, CO 80038-5000
(303) 460-3537

#### **Equal Opportunity**

Ball Corporation is an equal opportunity employer.



#### DIRECTORS AND OFFICERS



#### Directors

(Standing, left to right)

John F. Lehman

Chairman of J.F. Lehman & Company of New York City

George A. Sissel

Retired chairman of the board of Ball Corporation

Erik H. van der Kaay

Retired chairman of the board of Symmetricom of San Jose, California

Stuart A. Taylor II

Chief executive officer of The Taylor Group L.L.C. of Chicago

R. David Hoover

Chairman of the board, president and chief executive officer of Ball Corporation

Theodore M. Solso

Chairman and chief executive officer of Cummins Inc. of Columbus, Indiana

Company Officers

Charles E. Baker

General counsel and assistant corporate secretary

Douglas K. Bradford

Vice president and controller

Hanno C. Fiedler

Executive vice president, Ball Corporation; chairman and chief executive officer, Ball Packaging Europe

Operations Executives

Brian M. Cardno

President, metal food container operations

Jan Driessens

President, Ball Packaging Europe

(Seated, left to right)

George M. Smart

Retired president of Sonoco-Phoenix of Canton, Ohio

Jan Nicholson

President of The Grable Foundation of Pittsburgh

Hanno C. Fiedler

Executive vice president of Ball Corporation; chairman and chief executive officer of Ball Packaging Europe

Howard M. Dean

Retired chairman of the board of Dean Foods Company of Dallas Committees

Audit Howard M. Dean Jan Nicholson Theodore M. Solso Erik H. van der Kaay

Finance

Hanno C. Fiedler R. David Hoover John F. Lehman Jan Nicholson George A. Sissel William P. Stiritz Stuart A. Taylor II Human Resources

Howard M. Dean John F. Lehman Theodore M. Solso Stuart A. Taylor II Erik H. van der Kaay

Nominating

Howard M. Dean John F. Lehman Theodore M. Solso Stuart A. Taylor II Erik H. van der Kaay



William P. Stiritz has been a director of Ball Corporation since 1983. He is chairman of Energizer Holdings, Inc., and Ralcorp Holdings, Inc., both of St. Louis. Mr. Stiritz is leaving our board in April 2005, having reached the corporation's mandatory retirement age for directors. He is our current longest serving director and during his tenure his insights have been keen and his contributions to Ball Corporation have been many. The directors and officers of Ball Corporation extend to him their deepest thanks and very best wishes.

John R. Friederv

Senior vice president, Ball Corporation; chief operating officer, North American packaging

John A. Hayes

Vice president, corporate strategy, marketing and development

R. David Hoover

Chairman of the board, president and chief executive officer

Scott C. Morrison

Vice president and treasurer

Raymond J. Seabrook

Senior vice president and chief financial officer

Harold L. Sohn

Vice president, corporate relations

David A. Westerlund

Senior vice president, administration, and corporate secretary

Larry J. Green

President, plastic container operations

Michael D. Herdman President, metal beverage container operations Terence P. Voce

Chairman and chief executive officer, Ball Asia Pacific Limited

David L. Taylor

President and chief executive officer, Ball Aerospace & Technologies Corp.

Director Emeritus

John W. Fishe

Chairman of the board emeritus; retired chairman, president and chief executive officer of Ball Corporation



EVOLUTION



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