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BALLARD POWER SYSTEMS INC
Form SC 13D/A
February 03, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

BALLARD POWER SYSTEMS INC.

(Name of Issuer)

Common Shares

(Title of Class of Securities)

05858H 10 4

(CUSIP Number)

Michael Winkler
DaimlerChrysler AG
Epplestrasse 225
70546 Stuttgart
Germany
Tel: 011-49-711-17-22930

Holly E. Leese
DaimlerChrysler North America Holding
Corporation
1000 Chrysler Drive
Auburn Hills, Michigan 48362-2766
Tel: (248) 512-3984

(Name, Address and Telephone Number of
Person Authorized to Receive Notices
and Communications)

January 12, 2005

(Date of Event which Requires Filing of
this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box .

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP NO. 058584 10 4

1 Name of Reporting Person/I.R.S. Identification No. of above persons
(entities only)

DaimlerChrysler AG

2 Check the Appropriate box if a member of a group (a) [X]
(b) []

3 SEC use only

4 Source of funds (See Instructions)

WC, OO

5 Check box if disclosure of legal proceedings is required pursuant
to items 2(d) or 2(e) []

6 Citizenship or place of organization

Federal Republic of Germany

	7	Sole voting power	
			20,538,503
	8	Shared voting power	
			1,547,489
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	9	Sole dispositive power	
			20,538,503
	10	Shared dispositive power	
			1,547,489

11 Aggregate amount beneficially owned by each reporting person

22,085,992

12 Check box if the aggregate amount in row (11) excludes certain
shares (See Instructions) []

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13 Percent of class represented by amount in row (11)

17.9%

14 Type of reporting person (See Instructions)

CO

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CUSIP NO. 058584 10 4

1 Name of Reporting Person/I.R.S. Identification No. of above persons
(entities only)

DaimlerChrysler North America Holding Corporation
IRS Identification Number: 22-1760935

2 Check the Appropriate box if a member of a group (a) [X]
(b) []

3 SEC use only

4 Source of funds (See Instructions)

OO

5 Check box if disclosure of legal proceedings is required pursuant
to items 2(d) or 2(e) []

6 Citizenship or place of organization

Delaware

7 Sole voting power

-0-

8 Shared voting power

1,547,489

NUMBER OF
SHARES
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON
WITH

9 Sole dispositive power

-0-

10 Shared dispositive power

1,547,489

11 Aggregate amount beneficially owned by each reporting person

1,547,489

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12 Check box if the aggregate amount in row (11) excludes certain shares (See Instructions) []

13 Percent of class represented by amount in row (11)
1.3%

14 Type of reporting person (See Instructions)
CO

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This Amendment No. 2 amends and corrects the Statement on Schedule 13D filed on December 10, 2001 ("Schedule 13D") by DaimlerChrysler AG ("DaimlerChrysler") and DaimlerChrysler North America Holding Corporation ("DCNAH," and with DaimlerChrysler, the "Reporting Persons"), as amended by Amendment No. 1 to the Schedule 13D filed on January 19, 2005 ("Amendment No. 1") with respect to the Common Shares of Ballard Power Systems Inc., a Canadian corporation.

ITEM 2 - IDENTITY AND BACKGROUND

The second paragraph of Item 2 in Amendment No. 1 is hereby amended and restated by deleting it in its entirety and substituting the following:

"DaimlerChrysler is a manufacturing company engaged in the development, manufacture, distribution and sale of a wide range of automotive products. DCNAH is a holding company owning all of DaimlerChrysler's North American subsidiaries. DaimlerChrysler's "seat" (essentially the equivalent of principal place of business under U.S. law) and principal executive offices are located at Epplestrasse 225, 70567 Stuttgart, Germany. DCNAH's principal place of business and principal executive offices are located at 1000 Chrysler Drive, Auburn Hills, Michigan, 48326-2766."

Information concerning the name, business address, principal occupation and citizenship of the Board of Management of DaimlerChrysler contained in Exhibit 1 to Amendment No. 1 is hereby amended and restated by deleting it in its entirety and substituting the following:

"2. BOARD OF MANAGEMENT

NAME AND BUSINESS ADDRESS

PRINCIPAL OCCUPATION

Prof. Jurgen E. Schrempp
Epplestrasse 225
70567 Stuttgart
Germany

Chairman of the Board of Management

Dr. rer. pol. Eckard Cordes
Epplestrasse 225
70567 Stuttgart
Germany

Board of Management Member

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Guenther Fleig Board of Management Member
Epplestrasse 225
70567 Stuttgart
Germany

Dr. phil. Rudiger Grube Board of Management Member
Epplestrasse 225
70567 Stuttgart
Germany

Prof. Jurgen Hubbert Board of Management Member
Epplestrasse 225
70567 Stuttgart
Germany

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NAME AND BUSINESS ADDRESS

PRINCIPAL OCCUPATION

Andreas Renschler
Epplestrasse 225
70567 Stuttgart
Germany

Board of Management Member

Thomas W. Sidlik
Epplestrasse 225
70567 Stuttgart
Germany

Board of Management Member

Bodo Uebber
Epplestrasse 225
70567 Stuttgart
Germany

Board of Management Member

Dr. -Ing. Thomas Weber
Epplestrasse 225
70567 Stuttgart
Germany

Board of Management Member

Dr. -Ing. Dieter Zetsche
Epplestrasse 225
70567 Stuttgart
Germany

Board of Management Member

Thomas W. Lasorda
Epplestrasse 225
70567 Stuttgart
Germany"

Deputy Member of Board of Management

ITEM 7 - MATERIAL TO BE FILED AS EXHIBITS

The following exhibits are filed in connection with this Amendment No. 2 to the Schedule 13D:

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Exhibit 1. Agreement of DaimlerChrysler and DCNAH to file Schedule 13D jointly, dated February 2, 2005.

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SIGNATURE

After reasonable inquiry and to my best knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of February 2, 2005.

DAIMLERCHRYSLER AG

By: /s/ Wolfgang Bauder

Name: Dr. Wolfgang Bauder
Title: Senior Counsel

By: /s/ Wolfgang Herb

Name: Dr. Wolfgang Herb
Title: Associate General Counsel

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SIGNATURE

After reasonable inquiry and to my best knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of February 2, 2005.

DAIMLERCHRYSLER NORTH AMERICA HOLDING CORPORATION

By: /s/ Byron C. Babbish

Name: Byron C. Babbish
Title: Assistant Secretary

INDEX TO EXHIBITS

Exhibit No. -----	Description -----
1	Agreement of DaimlerChrysler and DCNAH to file Schedule 13D jointly, dated February 2, 2005.