

CENTURY ALUMINUM CO

Form 4

June 28, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Glencore AG

2. Issuer Name and Ticker or Trading Symbol
CENTURY ALUMINUM CO
[CENX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

BAARERMATTSTRASSE 3, P.O.
BOX 666

06/25/2013

(Street)

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

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

BAAR, V8 CH-6341

(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)
Common Stock	06/25/2013		C	(A) V Amount 3,000 (1) A Price \$ 7.34	36,997,559	D (2)	

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

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SEC 1474
(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. F...
Stock Option	\$ 7.34	06/25/2013		C	3,000	<u>(1)</u> 06/25/2013	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Glencore AG BAARERMATTSTRASSE 3 P.O. BOX 666 BAAR, V8 CH-6341		X		
GLENCORE INTERNATIONAL AG BAARERMATTSTRASSE 3 P O BOX 555 CH 6341 BAAR SWITZERLAND		X		
Glencore Xstrata plc BAARERMATTSTRASSE 3 P.O. BOX 777 BAAR, V8 CH-6341		X		

Signatures

/s/ Steven Kalmin, Director, GLENCORE AG	06/28/2013
**Signature of Reporting Person	Date
/s/ Andreas Hubmann, Director, GLENCORE AG	06/28/2013
**Signature of Reporting Person	Date
/s/ Martin Haering, Officer, GLENCORE INTERNATIONAL AG	06/28/2013
**Signature of Reporting Person	Date
/s/ Andrew Caplan, Officer, GLENCORE INTERNATIONAL AG	06/28/2013
**Signature of Reporting Person	Date
/s/ Ivan Glasenberg, Director, GLENCORE XSTRATA PLC	06/28/2013

__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).

The shares of common stock reported in Table I represents shares of common stock acquired upon exercise of an option to acquire 3,000 shares of common stock by Mr. Willy R. Strothotte, who held the option as nominee for Glencore AG. As a result of the exercise of the

(1) option, the acquired shares are now held directly by Glencore AG. The option was granted on June 25, 2003 and vested and became exercisable in four equal installments on each of (i) the date three months following the date of grant, (ii) the date six months following the date of grant, (iii) the date nine months following the date of grant and (iv) the first anniversary of the date of grant.

The shares of common stock reported in Table I are held directly, and the stock options reported in Table II are held indirectly, by

(2) Glencore AG a direct wholly-owned subsidiary of Glencore International AG, and indirectly by Glencore International AG and its parent, Glencore Xstrata plc.

Represents options granted to Mr. Willy R. Strothotte, a former director of the issuer, between July 19, 2004 and May 24, 2007, which Mr. Strothotte holds as nominee for Glencore AG. Options vest and become exercisable in four equal installments on each of (i) the date

(3) three months following the date of grant, (ii) the date six months following the date of grant, (iii) the date nine months following the date of grant and (iv) the first anniversary of the date of grant. The options will expire and cease to be exercisable on the respective tenth anniversaries of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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