

NORD RESOURCES CORP

Form 4

June 25, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
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).

**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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Beaty Ross J

(Last) (First) (Middle)

1550 - 625 HOWE STREET

(Street)

VANCOUVER, BRITISH  
COLUMBIA, A1 V6C 2T6

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

NORD RESOURCES CORP [NRD]

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

06/21/2013

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| 20%<br>promissory<br>note             | 06/21/2013                              |   | A <sup>(1)</sup>                     | 1   | A<br>\$<br>238,410.96  | 1   | I   |
|                                       |   |   |                                      |   |  |   | By<br>864930<br>B.C. Ltd.   |

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

**Persons who respond to the collection of  
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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 Underlying Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code V (A) (D)                 |   | Date Exercisable Expiration Date                         | Title                                   |
| 15% convertible note                       | \$ 0.04  | 07/24/2012                           |  | C <sup>(2)</sup>               | 625,000   | 07/24/2012 06/30/2013                                    | Common                                  |
| 15% convertible note                       | \$ 0.04  | 07/24/2012                           |  | C <sup>(3)</sup>               | 85,274  | 07/24/2012 06/30/2013                                    | Common                                  |
| Non-transferable common share warrants     | \$ 0.02  | 06/21/2013                           |  | C <sup>(4)</sup>               | 953,644   | 06/21/2013 06/21/2016                                    | Common                                  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Beaty Ross J<br>1550 - 625 HOWE STREET<br>VANCOUVER, BRITISH COLUMBIA, A1 V6C 2T6 |               | X         |         |       |

## Signatures

/s/ Ross Beaty 06/25/2013

\_\_Signature of Date  
Reporting Person

## 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) The 20% promissory note was granted alongside 953,644 non-transferrable common share warrants for Nord Resources Corporation in exchange for cancelling the July 24, 2012 15% convertible note, including all principal and interest outstanding.
- (2) The 15% convertible note was cancelled on June 21, 2013 in exchange for a promissory note dated June 21, 2013 and the grant of 953,644 non-transferable common shares warrants.
- (3) This figure corresponded to the accrued interest on the 15% convertible note as of June 20, 2013, which was also cancelled on June 21, 2013 in exchange for the same promissory note dated June 21, 2013 mentioned above.
- (4) The warrants were granted alongside the 20% promissory note in exchange for the cancellation of the 15% convertible note and the interest outstanding on that note as of June 20, 2013.

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.