West Neal E Form 4/A April 19, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

Check this box if no longer subject to

Section 16. Form 4 or Form 5 obligations

may continue. See Instruction

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** Number:

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(Print or Type Responses)

1(b).

(Last)

(City)

1. Name and Address of Reporting Person \* West Neal E

(First) (Middle)

C/O KAISER ALUMINUM CORP., 27422 PORTOLA PARKWAY SUITE 200

(Street)

(State)

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

KAISER ALUMINUM CORP [KALU]

(Month/Day/Year)

Filed(Month/Day/Year)

3. Date of Earliest Transaction

4. If Amendment, Date Original

03/05/2013

03/07/2013

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X\_ Officer (give title Other (specify

below)

VP & Chief Accounting Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

FOOTHILL RANCH, CA 92610

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Code V Amount (D)

5. Amount of

Price

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

Securities Beneficially Owned Following Reported Transaction(s) 6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(Instr. 3 and 4)

Common Stock, par 1,266 \$ 0 (1) 6,352 03/05/2013 D A (1) value \$0.01 per share

Common

Stock, par

Stock, par 03/05/2013 value \$0.01

per share Common

03/05/2013

Α

 $F^{(3)}$ 

795 <sup>(2)</sup> A

353

D \$

(A)

 $\$ 0 \stackrel{(2)}{=} 7,147$ 

61.12

6,794

D

D

value \$0.01 per share

Common

Stock, par value \$0.01 03/05/2013  $F^{(4)}$  732 D \$61.12 6,062 D per share

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

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. Transa Code (Instr. 3	5. etionNumber of 3) Derivati Securitic Acquire (A) or Dispose of (D) (Instr. 3, 4, and 5)	(Month/Day. ve es d	ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)
				Code	V (A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

West Neal E
C/O KAISER ALUMINUM CORP.
27422 PORTOLA PARKWAY SUITE 200
FOOTHILL RANCH, CA 92610

VP & Chief
Accounting
Officer

**Signatures** 

/s/ Cherrie I. Tsai, with power of attorney for Neal E.
West

04/19/2013

\*\*Signature of Reporting Person Date

Reporting Owners 2

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# **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).
- Grant to the reporting person effective as of March 5, 2013, of restricted stock under the Kaiser Aluminum Corporation Amended and Restated 2006 Equity and Performance Incentive Plan. All restrictions will lapse on March 5, 2016 or earlier upon the occurrence of certain specified circumstances.
- Shares earned upon the vesting on March 5, 2013 of certain performance shares granted to the reporting person in 2010 under the Kaiser Aluminum Corporation 2006 Equity and Performance Incentive Plan, as amended. On March 5, 2013, the Registrant's compensation committee certified the performance shares payout multiplier based on the level of achievement by the Registrant of a certain pre-established performance goal for 2010 through 2012.
- (3) Shares withheld to satisfy the withholding tax obligations resulting from the vesting on March 5, 2013 of the above-referenced performance shares.
- (4) Shares withheld to satisfy the withholding tax obligations resulting from the vesting on March 5, 2013 of certain shares granted to the reporting person in 2010 under the Kaiser Aluminum Corporation 2006 Equity and Performance Incentive Plan, as amended.

#### **Remarks:**

This amendment corrects the number of shares of common stock withheld to satisfy the withholding tax obligations resulting for 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.