

CENTURY ALUMINUM CO
Form 4
October 02, 2014

FORM 4

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

OMB APPROVAL

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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)
BAARERMATTSTRASSE 3, P.O.
BOX 1301

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/30/2014

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

BAAR, V8 CH-6341

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

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

(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)
			Code	V Amount (D) Price			
Common Stock	09/30/2014		C	55,584 A <u>(1)</u> <u>(2)</u>	37,138,978	D <u>(3)</u>	

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)

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. Amount or Number of Shares
Series A Convertible Preferred Stock	(2)	09/30/2014		C	555.84	(2) (2)	Common Stock	55,584

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Glencore AG BAARERMATTSTRASSE 3 P.O. BOX 1301 BAAR, V8 CH-6341		X		
GLENCORE INTERNATIONAL AG BAARERMATTSTRASSE 3 P.O. BOX 1363 BAAR, V8 CH-6341		X		
Glencore plc BAARERMATTSTRASSE 3 P.O. BOX 777 BAAR, V8 CH-6341		X		

Signatures

GLENCORE AG, /s/ Stefan Peter, Title: Officer	10/02/2014
**Signature of Reporting Person	Date
GLENCORE AG, /s/ Andrew Caplan, Title: Officer	10/02/2014
**Signature of Reporting Person	Date
GLENCORE INTERNATIONAL AG, /s/ Kenneth Klassen, Title: Officer	10/02/2014
**Signature of Reporting Person	Date
GLENCORE INTERNATIONAL AG, /s/ Martin Haering, Title: Officer	10/02/2014
**Signature of Reporting Person	Date
GLENCORE PLC, /s/ Ivan Glasenberg, Title: Director	10/02/2014

__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).
- (1) Represents shares of Common Stock acquired upon conversion of 555.84 shares of Series A Convertible Preferred Stock on September 30, 2014.

- (2) Each share of Series A Convertible Preferred Stock is convertible into 100 shares of Common Stock at the times and under the circumstances described in the Certificate of Designation for the Series A Convertible Preferred Stock. The Series A Convertible Preferred Stock has no expiration date.

- (3) The shares of Common Stock reported in Table I and the shares of Series A Convertible Preferred Stock reported in Table II are held directly by Glencore AG, a direct wholly-owned subsidiary of Glencore International AG, and indirectly by Glencore International AG and its parent, Glencore plc.

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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