CENTURY ALUMINUM CO

Form 4

February 29, 2008

FORM 4

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

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

 $123.75 \frac{(3)}{}$

Ι

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

Nielsen Robert R Sy				i i vaine an	ı Ticke	01 01	Tradin	5	Issuer			
C [O				JRY ALU]	JMIN	IUM	CO		(Check all applicable)			
(Last) CENTURY COMPANY ROAD, BL	3. Date of Earliest Transaction (Month/Day/Year) 02/27/2008						Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President					
	(Street)	Street) 4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check				
	Filed(Month/Day/Year)								Applicable Line) _X_ Form filed by One Reporting Person			
MONTERE						Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or					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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/27/2008			Code V M	Amo		(D)	Price \$ 47.61	26,665 <u>(1)</u>	D		
Common Stock	02/27/2008			S	16,6	665	D	\$ 68.14 (2)	10,000 (1)	D		

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

401(k)

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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)

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) (4)	\$ 47.61	02/27/2008		M	16,665	<u>(5)</u>	05/01/2016	Common Stock	16,665

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nielsen Robert R CENTURY ALUMINUM COMPANY 2511 GARDEN ROAD, BLDG. A, SUITE 200 MONTEREY, CA 93940

Executive Vice President

Signatures

William J. Leatherberry, Attorney-in-Fact for Robert R. Nielsen

02/29/2008

**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) The amount shown here includes both the vested and unvested portions of the May 1, 2006 grant of restricted stock which vests in three installments, one-third on each of the one, two and three year anniversaries of the grant date.

Represents the average sale price of 16,665 shares. The individual prices and quantities are as follows: 400 at \$68.30; 2,650 at \$68.29; 300 at 68.27; 750 at \$68.26; 1,100 at \$68.25; 200 at \$68.24; 150 at \$68.23; 200 at \$68.22; 200 at \$68.21; 600 at \$68.20; 100 at \$68.19; 607 at \$68.18; 600 at \$68.17; 600 at \$68.16; 200 at \$68.15; 1,200 at \$68.13; 293 at \$68.12; 150 at \$68.11; 100 at \$68.08; 600 at \$68.07; 400 at 68.06; 100 at \$68.05; 350 at \$68.04; 650 at \$68.03; 200 at \$68.02; 300 at \$68.01; 3,665 at \$68.00.

Reporting Owners 2

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- (3) Reported by 401(k) trustee as of February 27, 2008.
- (4) May 1, 2006 grant of 25,000 employee stock options.
- Options vest and become exercisable in three installments, one-third on the date of grant, one-third on the first anniversay of the date of grant and one-third on the second anniversary 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. 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.