

CENTURY ALUMINUM CO
Form 4
December 07, 2007

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 *
THOMPSON JACK EDWARD

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)
12/05/2007

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

CENTURY ALUMINUM COMPANY, 2511 GARDEN ROAD, BLDG A, SUITE 200

(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
 Form filed by More than One Reporting Person

MONTEREY, CA 93940

(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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/05/2007 | | M | 3,000 | A \$ 26.7 | 6,500 | D |
| Common Stock | 12/05/2007 | | S | 3,000 | D \$ 57.08 (1) | 3,500 | D |
| Common Stock | 12/06/2007 | | M | 3,334 | A \$ 30.045 | 6,834 | D |
| Common Stock | 12/06/2007 | | S | 3,334 | D \$ 56.16 (2) | 3,500 | D |

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

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(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. 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. I. Der. Sec. (Instr. 3) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| Stock Option (3) | \$ 26.7 | 12/05/2007 | | M | 3,000 | (4) | 08/11/2015 | Common Stock | 3,000 |
| Stock Option (5) | \$ 30.045 | 12/06/2007 | | M | 3,334 | (6) | 03/31/2015 | Common Stock | 3,334 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

THOMPSON JACK EDWARD
CENTURY ALUMINUM COMPANY
2511 GARDEN ROAD, BLDG A, SUITE 200
MONTEREY, CA 93940

X

Signatures

Robert R. Nielsen, Attorney-in-Fact for Jack E. Thompson

12/07/2007

__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 the average sale price of 3,000 shares. The individual prices and quantities are as follows: 147 shares at \$57.20, 444 shares at \$57.19, 300 shares at \$57.17, 239 shares at \$57.16, 100 shares at \$57.13, 400 shares at \$57.10, 300 shares at \$57.05, 100 shares at \$57.03,

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100 shares at \$57.01, 600 shares at \$56.97, 200 shares at \$56.96 and 70 shares at 56.95.

Represents the average sale price of 3,334 shares. The individual quantities and prices are as follows: 166 shares at \$56.03, 400 shares at \$56.04, 100 shares at \$56.05, 800 shares at \$56.09, 200 shares at \$56.15, 100 shares at \$56.17, 100 shares at \$56.19, 100 shares at \$56.20, 100 shares at \$56.21, 100 shares at \$56.22, 698 shares at \$56.25, 360 shares at \$56.26 and 110 shares at \$56.27.

- (3) August 11, 2005 grant of 3,000 non-employee stock options.
- (4) Options vest and become exercisable in four installments, one-fourth three months following the grant date, one-fourth six months following the grant date, one-fourth nine months following the grant date and one-fourth on the one year anniversary of the the grant date.
- (5) March 31, 2005 grant of 10,000 non-employee stock options.
- (6) Options vest and become exercisable in three equal installments on each of (i) the date of grant; (ii) the first anniversary of the date of grant and (iii) 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.

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