

HOCKEMA JACK A
Form 4
January 18, 2019

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 *
HOCKEMA JACK A

2. Issuer Name and Ticker or Trading Symbol
KAISER ALUMINUM CORP
[KALU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/17/2019

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

C/O KAISER ALUMINUM CORP., 27422 PORTOLA PARKWAY 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

FOOTHILL RANCH, CA 92610

(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 or Price | | | | | |
| Common Stock, par value \$0.01 per share | 01/17/2019 | | S ⁽¹⁾ | | 400 | D | \$ 100.0227 (2) | 62,841 | I | By Hockema Family Trust |
| Common Stock, par value \$0.01 per share | 01/18/2019 | | S ⁽¹⁾ | | 1,100 | D | \$ 100.3618 (3) | 61,741 | I | By Hockema Family Trust |

Common
 Stock, par
 value 29,624 ⁽⁴⁾ D
 \$0.01 per
 share

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

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HOCKEMA JACK A C/O KAISER ALUMINUM CORP. 27422 PORTOLA PARKWAY SUITE 200 FOOTHILL RANCH, CA 92610 | X | | CEO | |

Signatures

/s/Cherrie I. Tsai, with power of attorney for Jack A.
 Hockema 01/18/2019

**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)

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Sales made pursuant to a 10b5-1 plan adopted by the reporting person on May 2, 2018 as part of the reporting person's financial planning to diversify his stockholdings. The plan contemplates the sale of a pre-determined amount of vested shares of common stock of the Registrant held by the reporting person in specified increments subject to designated floor prices.

- (2) Represents the sale of 400 shares in multiple transactions, ranging from \$100.0000 to \$100.1300 per share, resulting in a weighted average sale price of \$100.0227 per share. The reporting person undertakes to provide upon request by the SEC staff, the Registrant, or a security holder of the Registrant, full information regarding the number of shares sold at each separate price within the range.

- (3) Represents the sale of 1,100 shares in multiple transactions, ranging from \$100.0000 to \$100.8000 per share, resulting in a weighted average sale price of \$100.3618 per share. The reporting person undertakes to provide upon request by the SEC staff, the Registrant, or a security holder of the Registrant, full information regarding the number of shares sold at each separate price within the range.

- (4) Shares acquired pursuant to grants of restricted stock units.

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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