

CENTURY ALUMINUM CO
 Form 3
 May 04, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Glencore AG | | (Month/Day/Year) | CENTURY ALUMINUM CO [CENX] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/04/2009 | | |
| BAARERMATTSTRASSE | | | (Check all applicable) | |
| 3,Â PO BOX 555 CH-6341 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (Street) | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| BAAR,Â V8Â 4142227722 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 28,262,091 | D ⁽¹⁾ | Â |
| Common Stock | 1,047 ⁽²⁾ | I | See Footnote ⁽²⁾ |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|-------------------|
| Series A Convertible Preferred Stock | Â (3) | Â (3) | Common Stock | 15,355,466 | \$ (3) | D (1) | Â |
| Stock Options | Â (4) | Â (4) | Common Stock | 1,500 | \$ 7.03 | I | See Footnote (4) |
| Stock Options | Â (5) | Â (5) | Common Stock | 2,000 | \$ 11.59 | I | See Footnote (5) |
| Stock Options | Â (6) | Â (6) | Common Stock | 2,000 | \$ 15.87 | I | See Footnote (6) |
| Stock Options | Â (7) | Â (7) | Common Stock | 2,000 | \$ 15.17 | I | See Footnote (7) |
| Stock Options | Â (8) | Â (8) | Common Stock | 3,000 | \$ 7.34 | I | See Footnote (8) |
| Stock Options | Â (9) | Â (9) | Common Stock | 3,000 | \$ 24.1 | I | See Footnote (9) |
| Stock Options | Â (10) | Â (10) | Common Stock | 3,000 | \$ 26.7 | I | See Footnote (10) |
| Stock Options | Â (11) | Â (11) | Common Stock | 3,000 | \$ 35.9 | I | See Footnote (11) |
| Stock Options | Â (12) | Â (12) | Common Stock | 3,000 | \$ 55.06 | I | See Footnote (12) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Glencore AG BAARERMATTSTRASSE 3 PO BOX 555 CH-6341 BAAR, V8 4142227722 | Â | Â X | Â | Â |

Signatures

By: /s/ Aristotelis Mistakidis, Director, /s/ Lotti Grenacher Hagmann,
Officer

05/04/2009

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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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This Form 3 is being filed by Glencore AG ("Glencore AG"). The common stock reported on Table I and the preferred stock reported on Table II are owned directly by Glencore AG, a direct wholly-owned subsidiary of Glencore International AG, and indirectly by the Glencore Holding AG, the controlling shareholder of Glencore International AG.

- (2) Represents 1,047 shares of restricted common stock issued on June 25, 2008 to Mr. Willy R. Strothotte, a director of the issuer, who holds such shares as nominee for the Reporting Person. Shares vest in full on the one year anniversary of the grant date, or if earlier, upon Mr. Strothotte's termination of service as a member of the issuer's board of directors due to death or disability
- (3) Each share of Series A Convertible Preferred Stock is convertible into 100 shares of the Issuer's 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.
- (4) June 9, 1999 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (5) June 5, 2000 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (6) June 28, 2001 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (7) June 25, 2002 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (8) June 25, 2003 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (9) July 19, 2004 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (10) August 11, 2005 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (11) June 12, 2006 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth anniversary of the date of grant.
- (12) May 24, 2007 grant of stock options to Mr. Willy R. Strothotte, a director of the issuer, who holds such options as nominee for the Reporting Person. Options vested and became exercisable in four equal installments ending on the first anniversary of the date of grant. The options will expire and cease to be exercisable on the tenth 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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