BLESS MICHAEL A Form 4

January 03, 2019

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Estimated average burden hours per response... 0.5

may continue. See Instruction

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).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * **BLESS MICHAEL A**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

CENTURY ALUMINUM CO [CENX]

4. If Amendment, Date Original

(Check all applicable)

President and CEO

(First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year) 12/31/2018

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

C/O CENTURY ALUMINUM COMPANY, ONE SOUTH

(Street)

(State)

WACKER DRIVE, SUITE 1000

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

CHICAGO, IL 60606

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Security (Month/Day/Year) Execution Date, if (Instr. 3) Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Code V Amount Common 34,458

(Zip)

5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Securities Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) Transaction(s) (Instr. 3 and 4) (D) Price \$

12/31/2018 F D 345,415 ⁽²⁾ D (1) 7.31 Stock Common 90,597 01/01/2019 \$0 436,012 (4) D A Α (3) Stock

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative			Securitie	es	(Instr. 5)	Bene	
	Derivative				Securities		(Instr. 3 and 4)			Own	
	Security				Acquired	Acquired				Follo	
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration Date	or Title Numb of			
						Exercisable					
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
.	Director	10% Owner	Officer	Other			
BLESS MICHAEL A C/O CENTURY ALUMINUM COMPANY ONE SOUTH WACKER DRIVE, SUITE 1000 CHICAGO, IL 60606	X		President and CEO				

Signatures

/s/ Morgan F. Walbridge, Attorney-in-Fact for Michael A. 01/03/2019 **Bless**

> **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).
- Reports shares withheld by the Issuer to satisfy tax obligations in connection with the vesting of performance share units granted to the **(1)** Reporting Person.
- Includes unvested performance share units granted to the Reporting Person pursuant to Issuer's 2017-2019 and 2018-2020 Long-Term **(2)** Incentive Plans under Rule 16b-3(d).
- Represents time vesting performance share units granted to the Reporting Person in connection with the Issuer's 2019-2021 Long-Term **(3)** Incentive Plan under Rule 16b-3(d), all of which will vest in the ordinary course on the last day of the Plan Period, December 31, 2021.
- Includes unvested performance share units granted to the Reporting Person pursuant to Issuer's 2017-2019, 2018-2020 and 2019-2021 Performance Share Programs under a Rule 16b-3(d) plan.

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.

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