

GLENCORE HOLDING AG  
 Form 4  
 July 09, 2009

**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 \*  
 Glencore AG

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)

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

BAARERMATTSTRASSE 3, PO  
 BOX 666 CH-6341

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

(Street)

BAAR, V8 4142227722

(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 (D) Price			
Common Stock	06/30/2009		C	6,348 A <u>1</u>	28,269,486 <u>2</u>	D <u>3</u>	

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)**

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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. Amount or Number of Shares
Series A Convertible Preferred Stock	(4)	06/30/2009		C	63.48	(4) (4)	Common Stock	6,348

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Glencore AG BAARERMATTSTRASSE 3 PO BOX 666 CH-6341 BAAR, V8 4142227722		X		
GLENCORE INTERNATIONAL AG BAARERMATTSTRASSE 3 P O BOX 666 CH 6341 BAAR V8		X		
GLENCORE HOLDING AG BAARERMATTSTRASSE 3 P O BOX 666 CH 6341 BAAR V8		X		

## Signatures

GLENCORE AG, By: /s/ Lotti Grenacher, Officer, /s/ Steven Blumgart, Officer	07/09/2009
__Signature of Reporting Person	Date
GLENCORE INTERNATIONAL AG, By: /s/ Stuart Cutler, Officer, /s/ Gary Fegel, Officer	07/09/2009
__Signature of Reporting Person	Date
GLENCORE HOLDING AG, By: /s/ Peter Pestalozzi, Director, /s/ Andreas Hubmann, Director	07/09/2009
__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).

Represents shares of common stock acquired upon conversion of 63.48 shares of Series A Convertible Preferred Stock. Each share of

(1) Series A Convertible Preferred Stock is convertible into 100 shares of common stock at the times and under the circumstances described in the Certificate of Designation for the Series A Convertible Preferred Stock.

(2) Includes 1,047 shares of common stock granted to Mr. Willy R. Strothotte, a director of the Issuer, on June 25, 2008 as restricted common stock, which were previously reported as held by Mr. Strothotte as nominee for Glencore Investment, and which upon vesting on June 25, 2009 have been issued directly to Glencore AG.

(3) The shares of common stock reported in Table I and Series A Convertible Preferred Stock reported in Table II are held directly by Glencore AG, a direct wholly-owned subsidiary of Glencore International AG, and indirectly by Glencore International AG and its controlling shareholder, Glencore Holding AG.

(4) 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.

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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