

Gary Jesse E  
Form 5  
February 08, 2019

**FORM 5**

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \* Gary Jesse E  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol CENTURY ALUMINUM CO [CENX]  
3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2018

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
\_\_\_ Director \_\_\_ 10% Owner  
X Officer (give title below) \_\_\_ Other (specify below)  
EVP, Gen. Counsel & Secretary

C/O CENTURY ALUMINUM COMPANY, ONE SOUTH WACKER DRIVE, SUITE 1000  
(Street)

CHICAGO, IL 60606  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

X Form Filed by One Reporting Person  
\_\_\_ Form Filed by More than One Reporting Person

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	05/30/2018	Â	G	(A) Amount 33,076 (1) (D) Price \$ 0	D 68,318 (2)	D	Â
Common Stock	05/30/2018	Â	G	(A) Amount 33,076 (1) (D) Price \$ 0	A 33,076 (1)	I	By Trust

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)	
						Date Exercisable (A) (D)	Expiration Date	Title	Amount or Number of Shares

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gary Jesse E C/O CENTURY ALUMINUM COMPANY ONE SOUTH WACKER DRIVE, SUITE 1000 CHICAGO, IL 60606	Â	Â	Â	EVP, Gen. Counsel & Secretary Â

**Signatures**

/s/ Jesse E. Gary                      02/08/2019  
 \*\*Signature of                                  Date  
 Reporting Person

**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 shares transferred by the Reporting Person to a self-settled, revocable trust for estate planning purposes. The Reporting Person serves as the trustee of the trust.
- (2) 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 provided 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.