

FORM 4

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

☐ 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

OMB APPROVAL

OMB Number: 3235-0287
Expires: February 28, 2011
Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person - Reed Jerry E			2. Issuer Name and Ticker or Trading Symbol CENTURY ALUMINUM CO [CENX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner ____ X Officer (give title below) _____ Other (specify below) VP, Commercial Mgmt & Bus. Dev		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2009					
CENTURY ALUMINUM COMPANY, 2511 GARDEN ROAD								
(Street)			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) ____ X Form filed by One Reporting Person ____ Form filed by More than One Reporting Person		
MONTEREY, CA 93940								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/01/2009		A		2,500 ⁽¹⁾	A	(1)	36,916 ⁽²⁾	D	
Common Stock	06/01/2009		F		537 ⁽³⁾	D	(3)	36,379 ⁽²⁾	D	
Common Stock	06/01/2009		F		298 ⁽⁴⁾	D	(4)	36,081 ⁽²⁾	D	
Common Stock								115.7558 ⁽⁵⁾	I	401(k)

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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reed Jerry E CENTURY ALUMINUM COMPANY 2511 GARDEN ROAD MONTEREY, CA 93940			VP, Commercial Mgmt & Bus. Dev	

Explanation of Responses:

- (1) June 1, 2009 grant of performance shares granted pursuant to a Rule 16b-3(d) plan which are service based performance shares entitling the Reporting Person to acquire shares of common stock upon vesting. Performance shares vest one-third on each of the first, second and third anniversaries of the grant date.
- (2) Includes unvested performance shares granted to the Reporting Person in connection with the Issuer's 2008-2010 and 2009-2011 Performance Share Programs which will vest in the ordinary course on December 31, 2010 and January 1, 2011, respectively, and unvested portions of the June 1, 2007 and June 1, 2008 grants of service based performance shares which vest one-third on each of the one, two and three year anniversaries of the grant date.

- (3) Reports shares withheld by the Issuer to satisfy tax obligations at a net settlement price equal to the closing price of the Company's common stock on June 1, 2009, the vesting date, in connection with service based performance shares granted to the Reporting Person on June 1, 2007, one third of which vested on June 1, 2008 and June 1, 2009, and third of which will vest on June 1, 2010.
- (4) Reports shares withheld by the Issuer to satisfy tax obligations at a net settlement price equal to the closing price of the Company's common stock on June 1, 2009, the vesting date, in connection with service based performance shares granted to the Reporting Person on June 1, 2008, one-third of which vested on June 1, 2009 and one-third of which will vest on June 1, 2010 and June 1, 2011.
- (5) Reported by 401(k) plan trustee on May 29, 2009.

Signatures

William J. Leatherberry, Attorney-in-Fact for Jerry E. Reed

06/03/2009

Signature of Reporting Person

Date

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

* 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).

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.