

SCHREIBER STUART M
Form 4
March 01, 2006

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 *
SCHREIBER STUART M

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 10% Owner
 Officer (give title below) Other (specify below)

2511 GARDEN ROAD, BUILDING A, SUITE 200

02/27/2006

(Street)

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

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 | 02/27/2006 | | M | | | 10,000 | A | \$ 10.72 | 10,000 | D | |
| Common Stock | 02/27/2006 | | M | | | 2,000 | A | \$ 11.59 | 12,000 | D | |
| Common Stock | 02/27/2006 | | M | | | 2,000 | A | \$ 15.87 | 14,000 | D | |
| Common Stock | 02/28/2006 | | M | | | 2,000 | A | \$ 15.17 | 16,000 | D | |
| Common Stock | 02/27/2006 | | M | | | 3,000 | A | \$ 7.34 | 19,000 | D | |

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Common Stock 02/27/2006 S 19,000 D \$ 35.80 D

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

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SEC 1474
(9-02)

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 or Value of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|----------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option | \$ 10.72 | 02/27/2006 | | M | 10,000 | (1) | (1) | Common Stock | 10,000 | \$ 10.72 |
| Stock Option | \$ 11.59 | 02/27/2006 | | M | 2,000 | (2) | (2) | Common Stock | 2,000 | \$ 11.59 |
| Stock Option | \$ 15.87 | 02/27/2006 | | M | 2,000 | (3) | (3) | Common Stock | 2,000 | \$ 15.87 |
| Stock Option | \$ 15.17 | 02/27/2006 | | M | 2,000 | (4) | (4) | Common Stock | 2,000 | \$ 15.17 |
| Stock Option | \$ 7.34 | 02/27/2006 | | M | 3,000 | (5) | (5) | Common Stock | 3,000 | \$ 7.34 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHREIBER STUART M 2511 GARDEN ROAD BUILDING A, SUITE 200 MONTEREY, CA 93940 | X | | | |

Signatures

/s/ Gerald J. Kitchen, as
Attorney-in-Fact

03/01/2006

__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).

(1) 12/06/99 grant of non-employee stock option. The options vested and became exercisable in three installments: one-third on the date of grant, one-third on the first anniversary of the date of grant, and one-third on the second anniversary of the date of grant. The options expire on the tenth anniversary of the date of grant.

(2) 06/05/00 grant of non-employee director options. The options vested and became exercisable in four equal installments on each of (i) the date three months following the date of grant; (ii) the date six months following the date of grant; (iii) the date nine months following the date of grant and (iv) the first anniversary of the date of grant. The options expire on the tenth anniversary of the date of grant.

(3) 06/28/01 grant of non-employee director options. The options vested and became exercisable in four equal installments on each of (i) the date three months following the date of grant; (ii) the date six months following the date of grant; (iii) the date nine months following the date of grant and (iv) the first anniversary of the date of grant. The options expire on the tenth anniversary of the date of grant.

(4) 06/25/02 grant of non-employee director options. The options vested and became exercisable in four equal installments on each of (i) the date three months following the date of grant; (ii) the date six months following the date of grant; (iii) the date nine months following the date of grant and (iv) the first anniversary of the date of grant. The options expire on the tenth anniversary of the date of grant.

(5) 06/25/03 grant of non-employee director options. The options vested and became exercisable in four equal installments on each of (i) the date three months following the date of grant; (ii) the date six months following the date of grant; (iii) the date nine months following the date of grant and (iv) the first anniversary of the date of grant. The options expire on the tenth anniversary of the date of grant.

(6) Represents the sale of 19,000 shares in 101 separate transactions at prices ranging from \$35.74 to \$35.95 per share, resulting in an average sale price per share of \$35.80.

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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