

# 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 -<br>Leatherberry William J |         |          | 2. Issuer Name and Ticker or Trading Symbol<br>CENTURY ALUMINUM CO [CENX] |  |  | 5. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br>EVP and General Counsel |  |  |
| (Last)  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/31/2010            |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |  |
| CENTURY ALUMINUM COMPANY, 2511 GARDEN ROAD, BLDG. A, SUITE 200      |         |          | 4. If Amendment, Date Original Filed (Month/Day/Year)                     |  |  |  |  |  |
| (Street)<br>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                    | 12/31/2010                           |  | F                              |   | 435 <sup>(1)</sup>  | D          | \$15.53 <sup>(1)</sup> | 49,530 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 12/31/2010                           |  | G                              | V | 100   | D          | \$ 0                   | 49,430 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 01/01/2011                           |  | F                              |   | 11,088 <sup>(3)</sup>   | D          | \$15.53 <sup>(3)</sup> | 38,342 <sup>(4)</sup>   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |                        | 187,2748 <sup>(5)</sup>   | 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 |   |  |  |  |  |

### Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Leatherberry William J<br>CENTURY ALUMINUM COMPANY<br>2511 GARDEN ROAD, BLDG. A, SUITE 200<br>MONTEREY, CA 93940 |               |           | EVP and General Counsel |       |

### Explanation of Responses:

- Reports shares withheld by the Issuer in connection with the vesting of performance share units granted to the Reporting Person pursuant to the Issuer's 2008-2010 Performance Share Program to satisfy tax obligations at a net settlement price equal to the closing price on Nasdaq on December 31, 2010, the vesting date.
- Includes unvested shares of performance share units granted to the Reporting Person in connection with the Issuer's 2009-2011 and 2010-2012 Performance Share Programs under a Rule 16b-3(d) plan, all of which vest in the ordinary course on January 1, 2011 and December 31, 2012, respectively.

- Reports shares withheld by the Issuer in connection with the vesting of performance share units granted to the Reporting Person pursuant to the Issuer's 2009–2011 Performance Share Program to satisfy tax obligations at a net settlement price equal to the closing price on Nasdaq on December 31, 2010, the closest trading day preceeding the vesting date as the vesting day, January 1, 2011, occurred on a day the markets were not open for trading.
- (3) Includes unvested shares of performance share units granted to the Reporting Person in connection with the Issuer's 2010–2012 Performance Share Program under a Rule 16b–3(d) plan, all of which vest in the ordinary course on December 31, 2012.
  - (5) As reported by 401(k) plan trustee on December 31, 2010.

## Signatures

Jesse E. Gary, Attorney-in-Fact for William J. Leatherberry

01/04/2011

\*\*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.