

CENTURY ALUMINUM CO

Form 8-K

June 13, 2007



**Item 1.01 Entry into a Material Definitive Agreement.**

On June 7, 2007, Century Aluminum Company (the Company ) entered into an underwriting agreement, a copy of which is attached hereto as Exhibit 1.1, with Credit Suisse Securities (USA) LLC and Morgan Stanley & Co. Incorporated as representatives of the underwriters (collectively, the Underwriters ) related to the public offering of 7,250,000 shares of the Company s common stock, par value \$0.01 per share (the Shares ) at a public offering price of \$52.50 per share. The Shares were delivered against payment therefor on June 13, 2007. The underwriting agreement also grants the Underwriters a 30-day option to purchase up to an additional 1,087,500 shares of the Company s common stock to cover over-allotments, if any.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

1.1 Underwriting Agreement dated June 7, 2007

5.1 Opinion of Pillsbury Winthrop Shaw Pittman LLP

23.1 Consent of Pillsbury Winthrop Shaw Pittman LLP (included in Exhibit 5.1)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**CENTURY ALUMINUM COMPANY**

Date: June 13, 2007

By: /s/ William J. Leatherberry  
Name: William J. Leatherberry  
Title: Assistant Secretary and Corporate  
Counsel