

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