

Noranda Aluminum Holding CORP
 Form 5
 February 14, 2012

FORM 5

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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Apollo Alternative Assets, L.P.

2. Issuer Name and Ticker or Trading Symbol
 Noranda Aluminum Holding CORP [NOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2011

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

87 MARY STREET, GEORGE TOWN, Å

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

GRAND CAYMAN, Å E9 Å KY1-9005

(City) (State) (Zip)

___ Form Filed by One Reporting Person
 ___X___ Form Filed by More than One Reporting Person

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) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date	7. Ti Unde
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Disposed of (D)		(Month/Day/Year)		(Instr. 5)	
				(A)	(D)	Date Exercisable	Expiration Date		Title
Cash Settled Restricted Stock Units	\$ 0	11/22/2011	Â	A4	1,036.9513	Â	Â (1)	12/01/2011	Com Stoc
Cash Settled Restricted Stock Units	\$ 0	11/22/2011	Â	A4	518.4707	Â	Â (1)	06/08/2012	Com Stoc
Cash Settled Restricted Stock Units	Â	12/01/2012	Â	C4	Â	8,536.9513	Â (1)	12/01/2011	Com Stoc

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Apollo Alternative Assets, L.P. 87 MARY STREET, GEORGE TOWN GRAND CAYMAN, Â E9Â KY1-9005	Â	Â X	Â	Â
Apollo International Management, L.P. 9 WEST 57TH STREET NEW YORK, Â NYÂ 10019	Â	Â X	Â	Â
Apollo International Management GP, LLC 9 WEST 57TH STREET NEW YORK, Â NYÂ 10019	Â	Â X	Â	Â
Apollo Management Holdings, L.P. 9 W. 57TH STREET 43RD FLOOR NEW YORK, Â NYÂ 10019	Â	Â X	Â	Â
Apollo Management Holdings GP, LLC 9 W. 57TH STREET 43RD FLOOR NEW YORK, Â NYÂ 10019	Â	Â X	Â	Â

Signatures

[see signatures attached as
Exhibit 99.2]

02/14/2012

__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) See Exhibit 99.1.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.