

Noranda Aluminum Holding CORP  
 Form 4  
 July 02, 2015

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**RICKERTSEN CARL J**

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)  
 801 CRESCENT CENTRE  
 DRIVE, SUITE 600  
 (Street)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 06/30/2015

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

FRANKLIN, TN 37067

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

(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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common stock	06/30/2015		A		58,824	A	\$ 0 174,205	D
Common stock	06/30/2015		M		2,461	A	\$ 0 176,666	D
Common stock	06/30/2015		M		359	A	\$ 0 177,025	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474  
 (9-02)

displays a currently valid OMB control number.

**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)	Amount or Number of Shares
Restricted Stock Units	(1)	06/30/2015		M	2,461	(2) 12/31/2015	Common stock	2,461
Restricted Stock Units	(1)	06/30/2015		M	359	(3) 01/01/2016(4)	Common stock	359

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICKERTSEN CARL J 801 CRESCENT CENTRE DRIVE SUITE 600 FRANKLIN, TN 37067	X			

## Signatures

Gail E. Lehman, Attorney-in-Fact for Carl J. Rickertsen  
Date: 07/02/2015

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) Each restricted stock unit is the economic equivalent of one share of Issuer common stock.

(2) On December 2, 2014, the reporting person was granted 9,741 restricted stock units ("RSUs"). On March 25, 2015 and June 10, 2015, the reporting person was granted 32 and 55 additional RSUs, respectively, in the form of dividend equivalents that vest at the same time and in the same proportions as the previously granted RSUs. Twenty-five percent of outstanding RSUs vested on each of March 31, 2015 and June 30, 2015. The remaining RSUs will vest in equal increments on September 30, 2015 and December 31, 2015.

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- On January 1, 2015, the reporting person was granted 1,421 restricted stock units ("RSUs"). On March 25, 2015 and June 10, 2015, the reporting person was granted 5 and 8 additional RSUs, respectively, in the form of dividend equivalents that vest at the same time and in the same proportions as the previously granted RSUs. Twenty-five percent of outstanding RSUs vested on each of March 31, 2015 and June 30, 2015. The remaining RSUs will vest in equal increments on September 30, 2015 and December 31, 2015.
- (3)
- (4) The actual expiration date is 12/31/15. However, due to system limitations, the reporting person had to incorrectly indicate a 1/1/16 expiration date in the table.

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.