Noranda Aluminum Holding CORP Form 4

October 02, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * EVANS RICHARD B			2. Issuer Name and Ticker or Trading Symbol Noranda Aluminum Holding CORP					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	[NOR]					(Check un applicable)					
(Last)	(First)	(Middle)		of Earliest Transaction				X Director Officer (give	title Other (specify		
801 CRESC DRIVE, SU	(Month/Day/Year) 09/30/2015					below) below)					
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line)				
FRANKLIN						_X_ 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									ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year) Execution any	Execution Date, if Transaction(A) or Disposed of (D			of (D)	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)		
Common stock	09/30/2015			Code V M	Amount 338.43 (1)	(D)	Price \$ 0	28,056.43 (1)	D		
Common stock	09/30/2015			D(2)	0.43 (1)	D	\$ 1.64	28,056 (1)	D		

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

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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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(3)	09/30/2015		M		338.43	<u>(4)</u>	12/31/2015	Common stock	338.43 (1)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

EVANS RICHARD B
801 CRESCENT CENTRE DRIVE
SUITE 600
FRANKLIN, TN 37067

Signatures

Gail E. Lehman, Attorney-in-Fact for Richard B
Evans

10/02/2015

**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) The number of securities shown in this report reflects the one-for-seven reverse stock split of the Issuer's common stock that occurred on August 25, 2015.
- (2) Represents cash payment to the reporting person in lieu of fractional share.
- (3) Each restricted stock unit is the economic equivalent of one share of Issuer common stock.
- On December 3, 2014, the reporting person was granted 1,339.3 restricted stock units ("RSUs"). On March 25, 2015 and June 10, 2015, the reporting person was granted 4.3 and 7.4 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, June 30, 2015, and September 30, 2015. The remaining RSUs will vest on December 31, 2015.

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.

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