

KAISER ALUMINUM CORP

Form 4

March 08, 2016

FORM 4**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).**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 *
Parkinson Ray

(Last) (First) (Middle)

C/O KAISER ALUMINUM CORP.

(Street)

FOOTHILL RANCH, CA 92610

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
KAISER ALUMINUM CORP
[KALU]3. Date of Earliest Transaction
(Month/Day/Year)
03/05/20164. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP - Advanced Engineering

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ 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)	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)
Common Stock, par value \$0.01 per share	03/05/2016		A	1,933 (1)	A \$ 0 (1) 8,404	D	
Common Stock, par value \$0.01 per share	03/05/2016		A	1,730 (2)	A \$ 0 (2) 10,134	D	
Common Stock, par value \$0.01 per share	03/05/2016		F(3)	703	D \$ 80.46 9,431	D	

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Common Stock, par value \$0.01 per share	03/05/2016	<u>F(4)</u>	835	D	\$ 80.46	8,596	D
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Common Stock, par value \$0.01 per share						9,082	I	By Family Trust
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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 1474
(9-02)

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)	8. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 80.01					<u>(5)</u>	04/03/2017	Common Stock, par value \$0.01 per share	643

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Parkinson Ray C/O KAISER ALUMINUM CORP. FOOTHILL RANCH, CA 92610	VP - Advanced Engineering

Signatures

/s/ Cherrie I. Tsai, with power of attorney for Raymond
Parkinson

03/08/2016

__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).
- Grant to the reporting person effective as of March 5, 2016, of restricted stock under the Kaiser Aluminum Corporation Amended and
- (1) Restated 2006 Equity and Performance Incentive Plan. All restrictions will lapse on March 5, 2019 or earlier upon the occurrence of certain specified circumstances.
- Shares earned upon the vesting on March 5, 2016 of certain performance shares granted to the reporting person in 2013 under the Kaiser Aluminum Corporation 2006 Equity and Performance Incentive Plan, as amended. On March 5, 2016, the Registrant's compensation committee certified the performance shares payout multiplier based on the level of achievement by the Registrant of a certain pre-established performance goal for 2013 through 2015.
- (2)
 - (3) Shares withheld to satisfy the withholding tax obligations resulting from the vesting on March 5, 2016 of the above-referenced performance shares.
 - (4) Shares withheld to satisfy the withholding tax obligations resulting from the vesting on March 5, 2016 of certain shares granted to the reporting person in 2013 under the Kaiser Aluminum Corporation 2006 Equity and Performance Incentive Plan, as amended.
 - (5) Stock option award granted on April 3, 2007 for 643 shares of common stock, with one-third of such options vested on each of the first, second and third anniversaries of the grant date.

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.