

Aleris International, Inc.
Form 4
December 21, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DEMETRIOU STEVEN J

(Last) (First) (Middle)

**25825 SCIENCE PARK
DRIVE, SUITE 400**

(Street)

BEACHWOOD, OH 44122-7392

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Aleris International, Inc. [ARS]

3. Date of Earliest Transaction
(Month/Day/Year)
12/19/2006

4. 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)
CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, par value \$0.10 per share	12/19/2006		U		91,085	D \$ 52.5	70,051 D
Common Stock, par value \$0.10 per share	12/19/2006		J		70,051 (5)	D \$ 52.5	0 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**

SEC 1474
(9-02)

required to respond unless the form 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Employee Stock Option (Right to Buy)	\$ 8.93	12/19/2006		U	8,150	04/26/2003 ⁽¹⁾ 04/26/2012	Common Stock, par value \$0.10 per share 8,
Employee Stock Option (Right to Buy)	\$ 8.29	12/19/2006		U	8,150	01/01/2004 ⁽²⁾ 01/01/2013	Common Stock, par value \$0.10 per share 8,
Employee Stock Option (Right to Buy)	\$ 11.74	12/19/2006		U	163,000	06/11/2007 ⁽³⁾ 06/11/2014	Common Stock, par value \$0.10 per share 163,
Employee Stock Option (Right to Buy)	\$ 15.4	12/19/2006		U	262,500	12/15/2005 ⁽⁴⁾ 12/15/2014	Common Stock, par value \$0.10 per share 262,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEMETRIOU STEVEN J 25825 SCIENCE PARK DRIVE SUITE 400 BEACHWOOD, OH 44122-7392	X		CEO	

Signatures

Christopher R. Clegg
(POA)

12/20/2006

__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) This vested option was cancelled in the merger in exchange for a cash payment of \$355,095.50 representing the difference between the exercise price of the option and the merger consideration.
- (2) This vested option was cancelled in the merger in exchange for a cash payment of \$360,311.50 representing the difference between the exercise price of the option and the merger consideration.
- (3) This unvested option was cancelled in the merger in exchange for a cash payment of \$6,643,880.00 representing the difference between the exercise price of the option and the merger consideration.
- (4) This partially vested option was cancelled in the merger in exchange for a cash payment of \$9,738,750.00 representing the difference between the exercise price of the option and the merger consideration.
- (5) Unrestricted common stock shares previously owned directly by Reporting Person and exchanged for interests in the nonpublic acquiring company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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