Noranda Aluminum Holding CORP Form SC 13G/A February 13, 2015

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

SCHEDULE 13G

(Amendment No. 2)*

Under the Securities Exchange Act of 1934

NORANDA ALUMINUM HOLDING CORPORATION

(Name of Issuer)

Common Stock, par value \$0.01

(Title of Class of Securities)

65542W107

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- o Rule 13d-1(b)
- o Rule 13d-1(c)
- x Rule 13d-1(d)

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

^{*} The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

CUSIP No. 65542W107

		(Entities Only).
Apollo Investment Fund	d VI, L.P.	
Check the Appropriate (a) (b)	Box if a Member of o x	a Group (See Instructions)
SEC Use Only		
Citizenship or Place of Delaware	Organization	
5		Sole Voting Power
6		Shared Voting Power 11,888,289 shares of common stock
7		Sole Dispositive Power
8		Shared Dispositive Power 11,888,289 shares of common stock
		Each Reporting Person
Check Box if the Aggre	egate Amount in Rov	v (9) Excludes Certain Shares (See Instructions) x
Percent of Class Repres 17.3%	sented by Amount in	Row (9)
Type of Reporting Person	on (See Instructions)	
	I.R.S. Identification Not Apollo Investment Fun Check the Appropriate (a) (b) SEC Use Only Citizenship or Place of Delaware 5 6 7 8 Aggregate Amount Ber 11,888,289 shares of co Check Box if the Aggre Percent of Class Repres 17.3% Type of Reporting Pers	SEC Use Only Citizenship or Place of Organization Delaware 5 6 7 8 Aggregate Amount Beneficially Owned by 11,888,289 shares of common stock Check Box if the Aggregate Amount in Rov Percent of Class Represented by Amount in 17.3% Type of Reporting Person (See Instructions)

CUSIP No. 65542W107

13	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Noranda Holdings, L.P.		
14	Check the Appropriate B (a) (b)	ox if a Member of a Group (Se o x	e Instructions)
15	SEC Use Only		
16	Citizenship or Place of C Delaware	Organization	
	17		Sole Voting Power
Number of Shares Beneficially Owned by	18		Shared Voting Power 10,951,711 shares of common stock
Each Reporting Person With:	19		Sole Dispositive Power
	20		Shared Dispositive Power 10,951,711 shares of common stock
21	Aggregate Amount Bene 10,951,711 shares of con	eficially Owned by Each Report	ing Person
22	Check Box if the Aggreg	gate Amount in Row (9) Exclud	les Certain Shares (See Instructions) x
23	Percent of Class Represe 15.9%	ented by Amount in Row (9)	
24	Type of Reporting Perso PN	n (See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Noranda Holdings LLC		
2	Check the Appropriate Box if a (a) (b)	a Member of a Group (See I o x	instructions)
3	SEC Use Only		
4	Citizenship or Place of Organiz Delaware	zation	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 10,951,711 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 10,951,711 shares of common stock
9	Aggregate Amount Beneficially 10,951,711 shares of common		g Person
10	Check Box if the Aggregate Ar	mount in Row (9) Excludes	Certain Shares (See Instructions) x
11	Percent of Class Represented b 15.9%	y Amount in Row (9)	
12	Type of Reporting Person (See OO	Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons I.R.S. Identification Nos. o	s. f Above Persons (Entities Or	aly).
	Apollo Overseas Partners V	VI, L.P.	
2	Check the Appropriate Box (a) (b)	x if a Member of a Group (Se o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Org Cayman Islands	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 10,951,711 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
2 23031 (1711)	8		Shared Dispositive Power 10,951,711 shares of common stock
9	Aggregate Amount Benefic 10,951,711 shares of comm	cially Owned by Each Report non stock	ting Person
10	Check Box if the Aggregate	e Amount in Row (9) Exclud	les Certain Shares (See Instructions) x
11	Percent of Class Represented 15.9%	ed by Amount in Row (9)	
12	Type of Reporting Person (PN	(See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of		ly).
	Apollo Overseas Partners (I	Delaware) VI, L.P.	
2	Check the Appropriate Box (a) (b)	if a Member of a Group (Sec o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Orga Delaware	nnization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 10,951,711 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 10,951,711 shares of common stock
9	Aggregate Amount Benefici 10,951,711 shares of commo	ially Owned by Each Reportion stock	ing Person
10	Check Box if the Aggregate	Amount in Row (9) Exclude	es Certain Shares (See Instructions) x
11	Percent of Class Represente 15.9%	d by Amount in Row (9)	
12	Type of Reporting Person (SPN)	See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons I.R.S. Identification Nos. o	s. f Above Persons (Entities O	nly).
	Apollo Overseas Partners (Delaware 892) VI, L.P.	
2	Check the Appropriate Box (a) (b)	a if a Member of a Group (So o x	ee Instructions)
3	SEC Use Only		
4	Citizenship or Place of Org Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 10,951,711 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
Torson With	8		Shared Dispositive Power 10,951,711 shares of common stock
9	Aggregate Amount Benefic 10,951,711 shares of comm	cially Owned by Each Reportion stock	rting Person
10	Check Box if the Aggregate	e Amount in Row (9) Exclude	des Certain Shares (See Instructions) x
11	Percent of Class Represented 15.9%	ed by Amount in Row (9)	
12	Type of Reporting Person (PN	(See Instructions)	

CUSIP No. 65542W107

Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
Apollo Overseas Partners	s (Germany) VI, L.	P.
Check the Appropriate B (a) (b)	ox if a Member of a o x	a Group (See Instructions)
SEC Use Only		
Citizenship or Place of O Cayman Islands	Organization	
5		Sole Voting Power
6		Shared Voting Power 10,951,711 shares of common stock
7		Sole Dispositive Power
8		Shared Dispositive Power 10,951,711 shares of common stock
		Each Reporting Person
Check Box if the Aggreg	gate Amount in Row	(9) Excludes Certain Shares (See Instructions) x
Percent of Class Represent 15.9%	ented by Amount in	Row (9)
Type of Reporting Person PN	n (See Instructions)	
	I.R.S. Identification Nos Apollo Overseas Partner Check the Appropriate B (a) (b) SEC Use Only Citizenship or Place of C Cayman Islands 5 6 7 8 Aggregate Amount Bene 10,951,711 shares of cor Check Box if the Aggreg Percent of Class Represe 15.9% Type of Reporting Perso	I.R.S. Identification Nos. of Above Persons Apollo Overseas Partners (Germany) VI, L.I. Check the Appropriate Box if a Member of a (a) o (b) x SEC Use Only Citizenship or Place of Organization Cayman Islands 5 6 7 8 Aggregate Amount Beneficially Owned by I 10,951,711 shares of common stock Check Box if the Aggregate Amount in Row Percent of Class Represented by Amount in 15.9% Type of Reporting Person (See Instructions)

CUSIP No. 65542W107

		(Entities Only).
AAA Guarantor	Co-Invest VI (B), L.P.	
Check the Appro (a) (b)	priate Box if a Member of o x	a Group (See Instructions)
SEC Use Only		
Citizenship or Pla Marshall Islands	ace of Organization	
5		Sole Voting Power
6		Shared Voting Power 10,951,711 shares of common stock
7		Sole Dispositive Power
8		Shared Dispositive Power 10,951,711 shares of common stock
		Each Reporting Person
Check Box if the	Aggregate Amount in Roy	w (9) Excludes Certain Shares (See Instructions) x
Percent of Class 1 15.9%	Represented by Amount in	Row (9)
Type of Reportin PN	g Person (See Instructions)	
	I.R.S. Identification AAA Guarantor Check the Approver (a) (b) SEC Use Only Citizenship or Plandarshall Islands 5 6 7 8 Aggregate Amout 10,951,711 share Check Box if the Percent of Class 15.9% Type of Reporting	SEC Use Only Citizenship or Place of Organization Marshall Islands 5 6 7 8 Aggregate Amount Beneficially Owned by 10,951,711 shares of common stock Check Box if the Aggregate Amount in Roy Percent of Class Represented by Amount in 15.9% Type of Reporting Person (See Instructions)

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).	
	AAA MIP Limited	
2	Check the Appropriate Box if a Member of a Group (Se (a) o (b) x	e Instructions)
3	SEC Use Only	
4	Citizenship or Place of Organization Guernsey	
	5	Sole Voting Power
Number of Shares Beneficially Owned by	6	Shared Voting Power 10,951,711 shares of common stock
Each Reporting Person With:	7	Sole Dispositive Power
reison with.	8	Shared Dispositive Power 10,951,711 shares of common stock
9	Aggregate Amount Beneficially Owned by Each Report 10,951,711 shares of common stock	ing Person
10	Check Box if the Aggregate Amount in Row (9) Exclud	es Certain Shares (See Instructions) x
11	Percent of Class Represented by Amount in Row (9) 15.9%	
12	Type of Reporting Person (See Instructions) CO	
	10	

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Advisors VI, L.P.		
2	Check the Appropriate Box if a (a) (b)	a Member of a Group (See I o x	nstructions)
3	SEC Use Only		
4	Citizenship or Place of Organiz Delaware	zation	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,840,000 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
Terson with.	8		Shared Dispositive Power 22,840,000 shares of common stock
9	Aggregate Amount Beneficially 22,840,000 shares of common		g Person
10	Check Box if the Aggregate Ar	mount in Row (9) Excludes	Certain Shares (See Instructions) x
11	Percent of Class Represented b 33.2%	y Amount in Row (9)	
12	Type of Reporting Person (See PN	Instructions)	

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Capital Managemen	nt VI, LLC	
2	Check the Appropriate Box (a) (b)	if a Member of a Group (Se o x	ee Instructions)
3	SEC Use Only		
4	Citizenship or Place of Orga Delaware	anization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,840,000 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
	8		Shared Dispositive Power 22,840,000 shares of common stock
9	Aggregate Amount Benefic 22,840,000 shares of comm	ially Owned by Each Reporton stock	ting Person
10	Check Box if the Aggregate	e Amount in Row (9) Exclude	les Certain Shares (See Instructions) x
11	Percent of Class Represente 33.2%	ed by Amount in Row (9)	
12	Type of Reporting Person () OO	See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons I.R.S. Identification Nos. o	s. f Above Persons (Entities On	ly).
	Apollo Principal Holdings	I, L.P.	
2	Check the Appropriate Box (a) (b)	o if a Member of a Group (Sec o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Org Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,840,000 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 22,840,000 shares of common stock
9	Aggregate Amount Benefic 22,840,000 shares of comm	cially Owned by Each Reports	ing Person
10	Check Box if the Aggregate	e Amount in Row (9) Exclude	es Certain Shares (See Instructions) x
11	Percent of Class Represente 33.2%	ed by Amount in Row (9)	
12	Type of Reporting Person (PN	(See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Principal Holdings I	GP, LLC	
2	Check the Appropriate Box (a) (b)	if a Member of a Group (See o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Orga Delaware	nization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,840,000 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 22,840,000 shares of common stock
9	Aggregate Amount Benefici 22,840,000 shares of commo		ng Person
10	Check Box if the Aggregate	Amount in Row (9) Exclude	es Certain Shares (See Instructions) x
11	Percent of Class Represented 33.2%	d by Amount in Row (9)	
12	Type of Reporting Person (S	ee Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Alternative Assets,	L.P.	
2	Check the Appropriate Box (a) (b)	if a Member of a Group (Sec o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Org Cayman Islands	anization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 10,969,211 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
	8		Shared Dispositive Power 10,969,211 shares of common stock
9	Aggregate Amount Benefic 10,969,211 shares of comm	cially Owned by Each Report non stock	ing Person
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) x		
11	Percent of Class Represented by Amount in Row (9) 15.9%		
12	Type of Reporting Person (PN	See Instructions)	

CUSIP No. 65542W107

Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
Apollo International Mana	agement, L.P.	
Check the Appropriate Bo (a) (b)	ox if a Member of a C o x	Group (See Instructions)
SEC Use Only		
Citizenship or Place of Or Delaware	ganization	
5		Sole Voting Power
6		Shared Voting Power 10,969,211 shares of common stock
7		Sole Dispositive Power
8		Shared Dispositive Power 10,969,211 shares of common stock
		ch Reporting Person
Check Box if the Aggrega	ate Amount in Row (9) Excludes Certain Shares (See Instructions) x
Percent of Class Represen 15.9%	ated by Amount in Ro	ow (9)
Type of Reporting Person PN	(See Instructions)	
	I.R.S. Identification Nos. Apollo International Manaches Check the Appropriate Bo (a) (b) SEC Use Only Citizenship or Place of Ordelaware 5 6 7 8 Aggregate Amount Benef 10,969,211 shares of common Check Box if the Aggregate Percent of Class Represent 15.9% Type of Reporting Person	I.R.S. Identification Nos. of Above Persons (E Apollo International Management, L.P. Check the Appropriate Box if a Member of a C (a) 0 (b) x SEC Use Only Citizenship or Place of Organization Delaware 5 6 7 8 Aggregate Amount Beneficially Owned by Earl0,969,211 shares of common stock Check Box if the Aggregate Amount in Row (Percent of Class Represented by Amount in Row 15.9% Type of Reporting Person (See Instructions)

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo International Manag	gement GP, LLC	
2	Check the Appropriate Box (a) (b)	x if a Member of a Group (Sec o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Org Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 10,969,211 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 10,969,211 shares of common stock
9	Aggregate Amount Benefic 10,969,211 shares of comm	cially Owned by Each Report non stock	ing Person
10	Check Box if the Aggregate	e Amount in Row (9) Exclude	es Certain Shares (See Instructions) x
11	Percent of Class Represented 15.9%	ed by Amount in Row (9)	
12	Type of Reporting Person (OO	(See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Management VI, L.P	2.	
2	Check the Appropriate Box i (a) (b)	if a Member of a Group (See o x	Instructions)
3	SEC Use Only		
4	Citizenship or Place of Orga Delaware	nization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,962,500 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 22,962,500 shares of common stock
9	Aggregate Amount Beneficia 22,962,500 shares of commo		ng Person
10	Check Box if the Aggregate	Amount in Row (9) Exclude	es Certain Shares (See Instructions) x
11	Percent of Class Represented 33.3%	d by Amount in Row (9)	
12	Type of Reporting Person (S PN	ee Instructions)	

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).	
	AIF VI Management, LLC	
2	Check the Appropriate Box if a Member of a Group (a) o (b) x	o (See Instructions)
3	SEC Use Only	
4	Citizenship or Place of Organization Delaware	
	5	Sole Voting Power
Number of Shares Beneficially Owned by	6	Shared Voting Power 22,962,500 shares of common stock
Each Reporting Person With:	7	Sole Dispositive Power
reison with.	8	Shared Dispositive Power 22,962,500 shares of common stock
9	Aggregate Amount Beneficially Owned by Each Ro 22,962,500 shares of common stock	eporting Person
10	Check Box if the Aggregate Amount in Row (9) Ex	acludes Certain Shares (See Instructions) x
11	Percent of Class Represented by Amount in Row (9 33.3%))
12	Type of Reporting Person (See Instructions) OO	
	19	

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Management, L.P.		
2	Check the Appropriate Box (a) (b)	o if a Member of a Group (Sec o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Org Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,962,500 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
reison with.	8		Shared Dispositive Power 22,962,500 shares of common stock
9	Aggregate Amount Benefic 22,962,500 shares of comm	cially Owned by Each Report non stock	ing Person
10	Check Box if the Aggregat	e Amount in Row (9) Exclud-	es Certain Shares (See Instructions) x
11	Percent of Class Represent 33.3%	ed by Amount in Row (9)	
12	Type of Reporting Person (PN	(See Instructions)	
		20	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Management GP, l	LLC	
2	Check the Appropriate Bo (a) (b)	ox if a Member of a Group (Se o x	ee Instructions)
3	SEC Use Only		
4	Citizenship or Place of Or Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,962,500 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
	8		Shared Dispositive Power 22,962,500 shares of common stock
9	Aggregate Amount Benefi 22,962,500 shares of com	icially Owned by Each Repor mon stock	ting Person
10	Check Box if the Aggrega	te Amount in Row (9) Exclud	les Certain Shares (See Instructions) x
11	Percent of Class Represen 33.3%	ted by Amount in Row (9)	
12	Type of Reporting Person OO	(See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Management Hold	ings, L.P.	
2	Check the Appropriate Bo (a) (b)	x if a Member of a Group (Se o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Or Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,980,000 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
	8		Shared Dispositive Power 22,980,000 shares of common stock
9	Aggregate Amount Benefi 22,980,000 shares of com	cially Owned by Each Report non stock	ing Person
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o		
11	Percent of Class Represen 33.4%	ted by Amount in Row (9)	
12	Type of Reporting Person PN	(See Instructions)	

CUSIP No. 65542W107

1	Name of Reporting Persons. I.R.S. Identification Nos. of Above Persons (Entities Only).		
	Apollo Management Hold	ings GP, LLC	
2	Check the Appropriate Bo (a) (b)	ox if a Member of a Group (Se o x	e Instructions)
3	SEC Use Only		
4	Citizenship or Place of Or Delaware	ganization	
	5		Sole Voting Power
Number of Shares Beneficially Owned by	6		Shared Voting Power 22,980,000 shares of common stock
Each Reporting Person With:	7		Sole Dispositive Power
	8		Shared Dispositive Power 22,980,000 shares of common stock
9	Aggregate Amount Benefi 22,980,000 shares of com	icially Owned by Each Report mon stock	ing Person
10	Check Box if the Aggrega	te Amount in Row (9) Exclud	es Certain Shares (See Instructions) o
11	Percent of Class Represen 33.4%	ted by Amount in Row (9)	
12	Type of Reporting Person OO	(See Instructions)	

Item 1. (a) Name of Issuer

(b)

Noranda Aluminum Holding Corporation Address of Issuer s Principal Executive Offices 801 Crescent Centre Drive, Suite 600

Franklin, Tennessee 37067

Item 2. (a) Name of Person Filing

This statement is filed by (i) Apollo Investment Fund VI, L.P. (AIF VI), (ii) Noranda Holdings, L.P. (Holdings LP), (iii) Noranda Holdings LLC (Holdings LLC), (iv) Apollo Overseas Partners VI, L.P. (Overseas VI), (v) Apollo Overseas Partners (Delaware) VI, L.P. (Overseas Delaware), (vi) Apollo Overseas Partners (Delaware 892) VI, L.P. (Overseas 892), (vii) Apollo Overseas Partners (Germany) VI, L.P. (Overseas Germany), (viii) AAA Guarantor - Co-Invest VI (B), L.P. (Co-Invest VI (B)), (ix) AAA MIP Limited (AAA MIP), (x) Apollo Advisors VI, L.P. (Advisors VI), (xi) Apollo Capital Management VI, LLC (ACM VI), (xii) Apollo Principal Holdings I, L.P. (Principal I), (xiii) Apollo Principal Holdings I GP, LLC (Principal I GP), (xiv) Apollo Alternative Assets, L.P. (Alternative Assets), (xv) Apollo International Management, L.P. (Intl Management), (xvi) Apollo International Management GP, LLC (International GP), (xvii) Apollo Management VI, L.P. (Management VI), (xviii) AIF VI Management, LLC (AIF VI LLC), (xix) Apollo Management, L.P. (Apollo Management), (xx) Apollo Management GP, LLC (Management GP), (xxi) Apollo Management Holdings, L.P. (Management Holdings), and (xxii) Apollo Management Holdings GP, LLC (Management Holdings GP). AIF VI and Holdings LP each hold shares of common stock of the Issuer, and Management VI and Alternative Assets each hold options to purchase shares of common stock of the Issuer. Holdings LLC serves as the general partner of Holdings LP and as the fiduciary for Overseas Germany with respect to Overseas Germany s investment in the Issuer. The members of Holdings LLC are Overseas VI, Overseas Delaware, Overseas 892 and Co-Invest VI (B). AAA MIP serves as the general partner of Co-Invest VI (B). Advisors VI serves as the general partner or managing general partner of each of AIF VI, Overseas VI, Overseas Delaware, Overseas 892 and Overseas Germany. ACM VI serves as the general partner of Advisors VI, Principal I serves as the sole member and manager of ACM VI and Principal I GP serves as the general partner of Principal I. Alternative Assets provides management services to Co-Invest VI (B) and AAA MIP. Intl Management serves as the managing general partner of Alternative Assets, and International GP serves as the general partner of Intl Management. Management VI serves as the manager of AIF VI and Holdings LLC, and as the manager of each of Overseas Germany, Overseas VI, Overseas Delaware and Overseas 892. AIF VI LLC serves as the general partner of Management VI. Apollo Management serves as the sole member and manager of AIF VI LLC, and Management GP serves as the general partner of Apollo Management. Management Holdings serves as the sole member and manager of International GP and of Management GP. Management Holdings GP serves as the general partner of Management Holdings. AIF VI, Holdings LP, Holdings LLC, Overseas VI, Overseas Delaware, Overseas 892, Overseas Germany, Co-Invest VI (B), AAA MIP, Advisors VI, ACM VI, Principal I, Principal I GP, Alternative Assets, Intl Management, International GP, Management VI, AIF VI LLC, Apollo Management, Management GP, Management Holdings and Management Holdings GP are collectively referred to herein as the Reporting Persons.

Address of Principal Business Office or, if none, Residence (b)

> The principal office of each of AIF VI, Holdings LP, Holdings LLC, Overseas Delaware, Overseas 892, Advisors VI, ACM VI, Principal I, Principal I GP and Alternative Assets is One Manhattanville Road, Suite 201, Purchase, New York 10577. The principal office of each of Overseas VI and Overseas Germany is c/o Intertrust Corporate Services (Cayman) Limited, 190 Elgin, George Town, Grand Cayman KY1-9005, Cayman Islands. The principal office for Co-Invest VI (B) is c/o Trust Company Complex, Ajeltake Road, Ajeltake Island, Majuro, Marshall Islands, MH 96960. The principal office of AAA MIP is Trafalgar Court, Les Banques, GY1 3QL, St. Peter Port, Guernsey, Channel Islands. The principal office of each of Intl Management, International GP, Management VI, AIF VI LLC, Apollo Management, Management GP, Management Holdings and Management

Holdings GP is 9 W. 57th Street, 43rd Floor, New York, New York 10019.

Citizenship (c)

> AIF VI, Holdings LP, Overseas Delaware, Overseas 892, Advisors VI, Principal I, Intl Management, Management VI, Apollo Management and Management Holdings are each Delaware limited partnerships. Holdings LLC, ACM VI, Principal I GP, International GP, AIF VI LLC, Management GP and Management Holdings GP are each Delaware limited liability companies. Overseas VI, Overseas Germany and Alternative Assets are each exempted limited partnerships registered in the Cayman Islands. Co-Invest VI (B) is a Marshall Islands limited partnership and AAA MIP is a limited company incorporated in Guernsev.

(d) Title of Class of Securities

Common stock, par value \$0.01 (the Common Stock).

CUSIP Number (e) 65542W107

If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a: Item 3. Not applicable.

Item 4. Ownership.

(a) Amount beneficially owned:

> 11,888,289 shares of Common Stock AIF VI: Holdings LP: 10.951.711 shares of Common Stock Holdings LLC: 10,951,711 shares of Common Stock Overseas VI: 10,951,711 shares of Common Stock Overseas Delaware: 10,951,711 shares of Common Stock 10,951,711 shares of Common Stock Overseas 892: Overseas Germany: 10,951,711 shares of Common Stock Co-Invest VI (B): 10,951,711 shares of Common Stock AAA MIP: 10,951,711 shares of Common Stock Advisors VI: 22,840,000 shares of Common Stock ACM VI: 22,840,000 shares of Common Stock Principal I: 22,840,000 shares of Common Stock Principal I GP: 22,840,000 shares of Common Stock 10,969,211 shares of Common Stock Alternative Assets: Intl Management: 10,969,211 shares of Common Stock 10,969,211 shares of Common Stock International GP: Management VI: 22,962,500 shares of Common Stock AIF VI LLC: 22,962,500 shares of Common Stock Apollo Management: 22,962,500 shares of Common Stock Management GP: 22,962,500 shares of Common Stock Management Holdings: 22,980,000 shares of Common Stock Management Holdings GP: 22.980.000 shares of Common Stock

The number of shares reported as beneficially owned by Alternative Assets, Intl Management, International GP, Management Holdings and Management Holdings GP in this section (a) of Item 4 and sections (b) and (c) of Item 4 below include 17,500 shares of common stock issuable upon the exercise of options to purchase such shares that were granted to Alternative Assets for its own benefit. The number of shares reported as beneficially owned by Management VI, AIF VI LLC, Apollo Management, Management GP, Management Holdings and Management Holdings GP in this section (a) of Item 4 and sections (b) and (c) of Item 4 below include 122,500 shares of Common Stock issuable upon the exercise of options to purchase such shares that were granted to Management VI for its own benefit.

AIF VI and Holdings LP each disclaims beneficial ownership of all shares of the Common Stock included in this report other than the shares of Common Stock held of record by such Reporting Person, and Management VI and Alternative Assets each disclaims beneficial ownership of all shares of the Common Stock included in this report other than the shares issuable upon the exercise of options to purchase shares held by such Reporting Person, and the filing of this report shall not be construed as an admission that any such person or entity is the beneficial owner of any such securities for purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, or for any other purpose. Holdings LLC, Overseas VI, Overseas Delaware, Overseas 892, Overseas Germany, Co-Invest VI (B), AAA MIP, Advisors VI, ACM VI, Principal I, Principal I GP, Intl Management, International GP, AIF VI LLC, Apollo Management, Management GP, Management Holdings, Management Holdings GP, and Messrs. Leon Black, Joshua Harris and Marc Rowan, the managers of Principal I GP, and the managers, as well as principal executive officers, of Management Holdings GP, disclaim beneficial ownership of all shares of the Common Stock of the Issuer included in this report, and this report shall not be construed as an admission that any such person or entity is the beneficial owner of any such securities for purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, or for any other purpose.

(b)	Percent of class:	
	AIF VI:	17.3%
	Holdings LP:	15.9%
	Holdings LLC:	15.9%
	Overseas VI:	15.9%
	Overseas Delaware:	15.9%
	Overseas 892:	15.9%
	Overseas Germany:	15.9%
	Co-Invest VI (B):	15.9%
	AAA MIP:	15.9%
	Advisors VI:	33.2%
	ACM VI:	33.2%
	Principal I:	33.2%
	Principal I GP:	33.2%
	Alternative Assets:	15.9%
	Intl Management:	15.9%
	International GP:	15.9%
	Management VI:	33.3%
	AIF VI LLC:	33.3%
	Apollo Management:	33.3%
	Management GP:	33.3%
	Management Holdings:	33.4%
	Management Holdings GP:	33.4%

The percentage amounts are based on 68,867,409 shares of Common Stock outstanding as of October 16, 2014 according to the Issuer s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 3, 2014.

- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:

0 for all Reporting Persons.

(ii) Shared power to vote or to direct the vote:

AIF VI:	11,888,289 shares of Common Stock
Holdings LP:	10,951,711 shares of Common Stock
Holdings LLC:	10,951,711 shares of Common Stock
Overseas VI:	10,951,711 shares of Common Stock
Overseas Delaware:	10,951,711 shares of Common Stock
Overseas 892:	10,951,711 shares of Common Stock
Overseas Germany:	10,951,711 shares of Common Stock
Co-Invest VI (B):	10,951,711 shares of Common Stock
AAA MIP:	10,951,711 shares of Common Stock
Advisors VI:	22,840,000 shares of Common Stock
ACM VI:	22,840,000 shares of Common Stock
Principal I:	22,840,000 shares of Common Stock
Principal I GP:	22,840,000 shares of Common Stock
Alternative Assets:	10,969,211 shares of Common Stock
Intl Management:	10,969,211 shares of Common Stock
International GP:	10,969,211 shares of Common Stock
Management VI:	22,962,500 shares of Common Stock
AIF VI LLC:	22,962,500 shares of Common Stock
Apollo Management:	22,962,500 shares of Common Stock
Management GP:	22,962,500 shares of Common Stock
Management Holdings:	22,980,000 shares of Common Stock
Management Holdings GP:	22,980,000 shares of Common Stock

(iii) Sole power to dispose or to direct the disposition of:

0 for all Reporting Persons.

(iv) Shared power to dispose or to direct the disposition of:

AIF VI: 11,888,289 shares of Common Stock 10,951,711 shares of Common Stock Holdings LP: Holdings LLC: 10,951,711 shares of Common Stock Overseas VI: 10,951,711 shares of Common Stock Overseas Delaware: 10,951,711 shares of Common Stock Overseas 892: 10,951,711 shares of Common Stock 10,951,711 shares of Common Stock Overseas Germany: Co-Invest VI (B): 10,951,711 shares of Common Stock AAA MIP: 10,951,711 shares of Common Stock Advisors VI: 22,840,000 shares of Common Stock ACM VI: 22,840,000 shares of Common Stock Principal I: 22,840,000 shares of Common Stock Principal I GP: 22,840,000 shares of Common Stock Alternative Assets: 10,969,211 shares of Common Stock 10,969,211 shares of Common Stock Intl Management: International GP: 10,969,211 shares of Common Stock Management VI: 22,962,500 shares of Common Stock AIF VI LLC: 22,962,500 shares of Common Stock 22,962,500 shares of Common Stock Apollo Management: Management GP: 22,962,500 shares of Common Stock Management Holdings: 22,980,000 shares of Common Stock 22,980,000 shares of Common Stock Management Holdings GP:

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o

Item 6. Ownership of More than Five Percent on Behalf of Another Person. Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being

Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

[The remainder of this page intentionally left blank.]

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2015

APOLLO INVESTMENT FUND VI, L.P.

By: Apollo Advisors VI, L.P.

its general partner

By: Apollo Capital Management VI, LLC

its general partner:

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

NORANDA HOLDINGS, L.P.

By: Noranda Holdings LLC

its general partner

By: Apollo Management VI, L.P.

its manager

By: AIF VI Management, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

NORANDA HOLDINGS LLC

By: Apollo Management VI, L.P.

its manager

By: AIF VI Management, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO OVERSEAS PARTNERS VI, L.P.

By: Apollo Advisors VI, L.P.,

its managing general partner

By: Apollo Capital Management VI, LLC,

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO OVERSEAS PARTNERS (DELAWARE) VI, L.P.

By: Apollo Advisors VI, L.P.,

its general partner

By: Apollo Capital Management VI, LLC,

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO OVERSEAS PARTNERS (DELAWARE 892) VI, L.P.

By: Apollo Advisors VI, L.P.,

its general partner

By: Apollo Capital Management VI, LLC,

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO OVERSEAS PARTNERS (GERMANY) VI, L.P.

By: Apollo Advisors VI, L.P., its managing general partner

By: Apollo Capital Management VI, LLC,

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

AAA GUARANTOR CO-INVEST VI (B), L.P.

By: AAA MIP Limited

its general partner

By: Apollo Alternative Assets, L.P.

its investment manager

By: Apollo International Management, L.P.

its managing general partner

By: Apollo International Management GP, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

AAA MIP LIMITED

By: Apollo Alternative Assets, L.P.

its investment manager

By: Apollo International Management, L.P.

its managing general partner

By: Apollo International Management

GP, LLC, its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO ADVISORS VI, L.P.

By: Apollo Capital Management VI, LLC,

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO CAPITAL MANAGEMENT VI, LLC

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO PRINCIPAL HOLDINGS I, L.P.

By: Apollo Principal Holdings I GP, LLC,

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO PRINCIPAL HOLDINGS I GP, LLC

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO ALTERNATIVE ASSETS, L.P.

By: Apollo International Management, L.P.

its managing general partner

By: Apollo International Management GP, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO INTERNATIONAL MANAGEMENT, L.P.

By: Apollo International Management GP, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO INTERNATIONAL MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO MANAGEMENT VI, L.P.

By: AIF VI Management, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

AIF VI MANAGEMENT, LLC

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO MANAGEMENT, L.P.

By: Apollo Management GP, LLC

its general partner

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO MANAGEMENT GP, LLC

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC

its general partner

By: /s/ Laurie D. Medley

/s/ Laurie D. Medley Laurie D. Medley Vice President

APOLLO MANAGEMENT HOLDINGS GP, LLC

By: /s/ Laurie D. Medley

Laurie D. Medley Vice President