

NORD RESOURCES CORP
Form 4
November 27, 2013

FORM 4

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

OMB APPROVAL

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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 *
Beaty Ross J

(Last) (First) (Middle)
1550 - 625 HOWE STREET

(Street)

VANCOUVER, BRITISH COLUMBIA, A1 V6C 2T6

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NORD RESOURCES CORP [NRD]

3. Date of Earliest Transaction
(Month/Day/Year)
11/25/2013

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)

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)
Common Stock, par value \$0.01 per share ⁽¹⁾	11/13/2009		A ⁽²⁾	34,250,000 A ⁽²⁾	34,250,000	D	
20% promissory note ⁽¹⁾	06/21/2013		A ⁽³⁾	1 A \$ 238,410.96	1	D	

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

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-transferable common share warrants ⁽¹⁾	\$ 0.02	06/21/2013		C ⁽⁴⁾	953,644	06/21/2013	06/21/2016	Common

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Beaty Ross J 1550 - 625 HOWE STREET VANCOUVER, BRITISH COLUMBIA, A1 V6C 2T6			X	

Signatures

/s/ Ross J. Beaty 11/27/2013

 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) On November 25, 2013, all of the securities described under this form were transferred from 0864930 B.C. Ltd., a holding company wholly-owned by Mr. Beaty (the "Holding Company"), to Mr. Beaty personally. This transfer occurred as result of the winding up of the Holding Company.
- (2) These securities were acquired in a private placement (the "Private Placement") by the Issuer. Pursuant to the terms of the Private Placement, Mr. Beaty purchased 34,250,000 units ("Units") at a per Unit price of \$0.30, with each Unit consisting of (a) one share of Common Stock, \$0.01 par value and (b) one warrant for the purchase of one share of Common Stock at an exercise price of \$0.38 per share of Common Stock, subject to adjustment. The warrants expired on June 4, 2012, unexercised.
- (3) The 20% promissory note was granted alongside 953,644 non-transferable common share warrants for Nord Resources Corporation in exchange for cancelling a 15% convertible note granted on July 24, 2012, including all principal and interest outstanding.
- (4) The warrants were granted alongside the 20% promissory note in exchange for the cancellation of a 15% convertible note and the interest outstanding on that note as of June 20, 2013.

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.