

NORD RESOURCES CORP
Form 4
December 14, 2007

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 *
BACON LOUIS M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2007

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

C/O MOORE CAPITAL
MANAGEMENT, LLC, 1251 AVE
OF THE AMERICAS

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

NEW YORK, NY 10020

(City) (State) (Zip)

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)
				(A) or (D)	Price		
				Code	V	Amount	

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)

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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)
Special Warrants (right to buy) ⁽¹⁾	\$ 0 ⁽²⁾	12/12/2007		S	3,284,000	12/02/2007 ⁽³⁾	Common Stock ⁽⁴⁾ 4,926,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BACON LOUIS M C/O MOORE CAPITAL MANAGEMENT, LLC 1251 AVE OF THE AMERICAS NEW YORK, NY 10020		X		

Signatures

/s/ James E. Kaye,
Attorney-in-Fact 12/14/2007

**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) Each Special Warrant represents the right to receive upon conversion thereof: (i) one share of the Issuer's common stock, par value \$0.01 per share (a "Share"); and (ii) one-half of a common stock purchase warrant, with a whole common stock purchase warrant (a "Warrant") entitling the holder thereof to purchase one Share for a purchase price of \$1.10.
- (2) The conversion price for the Special Warrants is nil. The exercise price for each Warrant is \$1.10.
- (3) Each Special Warrant will convert automatically into one Share and one-half of a Warrant and will expire immediately thereafter on the earlier of: (i) the date which is the third business day following the date on which the Shares and Warrants issuable upon the conversion of the Special Warrants are qualified for distribution to the public in relevant provinces of Canada; (ii) the date that is four months and one day following the date on which NRDS becomes a reporting issuer in a jurisdiction of Canada; or (iii) June 5, 2009. Each Warrant will expire on June 6, 2012.
- (4) This number assumes: (i) the conversion of all Special Warrants held by the Reporting Person; and (ii) the exercise of all Warrants issued upon the conversion of the Special Warrants by the Reporting Person.
- (5) The Special Warrants reported herein are held for the account of an exempted limited partnership organized under the laws of the Commonwealth of the Bahamas for which the Reporting Person serves as discretionary investment manager.
- (6) The filing of this statement shall not be deemed an admission that the Reporting Person is the beneficial owner of any securities not held directly for his account for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise.

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.