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ALCOA INC Form 4												
January 26, 20)09											
FORM	4	~ ~								APPROVAL		
	UNITED	STATES		RITIES (shingto)				E COMMISSIO	N OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 Section 17(a) of the Public Utility Holding Company Act of 1935 or Security 30(h) of the Investment Company Act of 1940 1(b).								ange Act of 1934, t of 1935 or Secti	Estimate burden h response	Estimated average burden hours per response 0.5		
(Print or Type Re	esponses)											
1. Name and Address of Reporting Person <u>*</u> Thene Tony R			2. Issuer Name and Ticker or Trading Symbol ALCOA INC [AA]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction					(Check an applicable)				
201 ISABELLA STREET			(Month/Day/Year) 01/23/2009					Director 10% Owner X Officer (give title Other (specify below) below) VP - Controller				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person						
PITTSBURG	H, PA 15212							Form filed by Person	More than One	Reporting		
(City)	(State)	(Zip)	Tab	ole I - Non	-Deriv	ative	Securities .	Acquired, Disposed	of, or Benefic	ially Owned		
	. Transaction Date Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transacti Code (Instr. 8) Code V	ionAcq Disp (Inst	tr. 3, 4	(A) or of (D)	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)			
Reminder: Repor	rt on a separate line	for each cl	ass of sec	urities ben	eficiall	V OW	ed directly	or indirectly				
Kenninger, Kepol	n on a separate line				P ir re d	erson nform equir	ns who re ation con ed to resp ys a curre	espond to the collection of the collection of the collection of the collection of the collection of th	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.		Acquired (or Dispose (D) (Instr. 3, 4, and 5)	d of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8.33	01/23/2009		A		77,000		<u>(1)</u>	01/23/2015	Common Stock	77,000

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Thene Tony R 201 ISABELLA STREET PITTSBURGH, PA 15212			VP - Cont	roller					
Signatures									
Brenda Hart (Assistant Secreta attorney	01/26/2009								
<u>**</u> Signature of Reporting	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) The option vests in three equal annual installments beginning January 23, 2010.
- (2) Employee stock options are granted without payment of consideration.
- (3) In the aggregate, a total of 113,272 employee stock options (with various exercise prices and expiration dates) were beneficially owned by the reporting person as of the date of this report.

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.