## Edgar Filing: KLEINFELD KLAUS - Form 4

KLEINFELD KLAUS									
Form 4 May 02, 2011									
FORM A							PPROVAL		
UNILD	STATES SECU Wa		AND EXC , D.C. 205		COMMISSIO	N OMB Number:	3235-0287		
subject to	MENT OF CHAI		Estimated						
abligations	ion 16. n 4 or n 5 gations continue.SECURTIESburden hours pe responseFiled 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 KLEINFELD KLAUS	Symbol		<b>d</b> Ticker or T	Frading	5. Relationship of Reporting Person(s) to Issuer				
		A INC [A	-		(Che	eck all applicabl	e)		
(Last) (First) ( 201 ISABELLA STREET		of Earliest T Day/Year) 2011	ransaction		below)	ve title 109 below) airman and CEC			
(Street)		endment, D onth/Day/Yea	ate Original r)		<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>				
PITTSBURGH, PA 15212					Form filed by Person	More than One R	eporting		
(City) (State)	(Zip) Tal	ole I - Non-l	Derivative S	ecurities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Code	TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)		Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code V		<ul><li>(A)</li><li>or</li><li>(D) Price</li></ul>	Transaction(s) (Instr. 3 and 4)				
Reminder: Report on a separate line	e for each class of sec	curities bene	Person	s who res	or indirectly. pond to the colle ained in this form		SEC 1474 (9-02)		

Persons who respond to the collection of SEC 1474 information contained in this form are not (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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security

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(Instr. 3)	Price of Derivative Security	(N	/Ionth/Day/Year)	(Instr.	8)	Securi Acqui (A) or Dispo of (D) (Instr. and 5)	red sed 3, 4,					(Instr. 5)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	04/29/2011		A		426		(2)	(2)	Common Stock	426	\$ 16.9

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
KLEINFELD KLAUS									
201 ISABELLA STREET	Х		Chairman and CEO						
PITTSBURGH, PA 15212									
Signatures									
Brenda Hart (Assistant Secreta attorney	05/02/2011								
<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) 1 For 1

Phantom stock units were acquired under the Alcoa Deferred Compensation Plan and are to be paid out in cash after termination of

- (2) employment. The reporting person may transfer the phantom stock into an alternative investment account under the Plan at times permitted under the Plan.
- (3) As of 04/29/2011, the reporting person also held 3,370.8356 phantom stock units under the Alcoa Deferred Fee Plan for Directors which are to be paid out in cash after Board service ends.

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.