

ALCOA INC
Form 3
January 22, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Thene Tony R		(Month/Day/Year)	ALCOA INC [AA]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		01/18/2008		
201 ISABELLA STREET			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
PITTSBURGH,Â PAÂ 15212			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(give title below) (specify below)	
			VP - Controller	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	31,595	D	Â
Common Stock	197	I	By Company 401(k) Plan

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	01/12/2002	01/12/2011	Common Stock	5,881	\$ 31.4687	D	Â
Employee Stock Option (right to buy)	01/11/2003	01/11/2012	Common Stock	5,500	\$ 36.035	D	Â
Employee Stock Option (right to buy)	11/25/2001	01/13/2009	Common Stock	3,539	\$ 43.25	D	Â
Employee Stock Option (right to buy)	08/26/2002	01/12/2011	Common Stock	572	\$ 37.635	D	Â
Employee Stock Option (right to buy)	01/17/2008	01/14/2010	Common Stock	4,399	\$ 46.5815	D	Â
Employee Stock Option (right to buy)	12/31/2005 ⁽¹⁾	01/15/2010	Common Stock	9,000	\$ 35.655	D	Â
Employee Stock Option (right to buy)	12/31/2005 ⁽¹⁾	01/13/2011	Common Stock	10,920	\$ 29.54	D	Â
Phantom Stock Units	Â ⁽²⁾	Â ⁽²⁾	Common Stock	96	\$ ⁽³⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Thene Tony R 201 ISABELLA STREET PITTSBURGH, PA 15212	Â	Â	Â VP - Controller	Â

Signatures

Brenda Hart (Assistant Secretary), by power of attorney 01/22/2008

 **Signature of Reporting Person

 Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 11, 2005, the Compensation and Benefits Committee of the Board of Directors of Alcoa Inc. approved accelerating the vesting to December 31, 2005 of the unvested stock options granted to employees in 2004 and on January 13, 2005, including these options reported for the reporting person. Under the original vesting schedule, the 2004 and 2005 stock options were to vest 1/3 on the first anniversary of the grant date, 1/3 on the second anniversary of the grant date, and 1/3 on the third anniversary of the grant date.

(2) The phantom stock units were acquired under the Alcoa Deferred Compensation Plan and are to be paid out in cash upon termination of employment with Alcoa.

(3) 1 for 1

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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