### Edgar Filing: ZEDILLO ERNESTO - Form 4

ZEDILLO ERNESTO	C									
Form 4										
January 05, 2010										
FORM 4							PPROVAL			
U.	NITED STATE	S SECURITIES Washingto			COMMISSIO	N OMB Number:	3235-0287			
Check this box						Expires:	January 31,			
if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							2005 average Jrs per			
Form 4 or						response	. 0.5			
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940										
(Print or Type Responses)	)									
1. Name and Address of ZEDILLO ERNEST	2. Issuer Name <b>a</b> Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
	ALCOA INC [	AA]		(Check all applicable)						
(Last) (First)										
201 ISABELLA STI	(Month/Day/Year) 01/04/2010	· · · · · · · · · · · · · · · · · · ·			X_ Director10% Owner Officer (give titleOther (specify below)below)					
(Street) 4. If Amendment, D Filed(Month/Day/Yea			-	Applicable Line) _X_ Form filed by			oint/Group Filing(Check			
PITTSBURGH, PA	15212				Person	More than One R	eporting			
(City) (State	) (Zip)	Table I - Non	-Derivative S	Securities A	cquired, Disposed	of, or Beneficia	lly Owned			
	tion Date 2A. Deen		4. Securitie			6. Ownership	7. Nature of			
Security (Month/D (Instr. 3)	ay/Year) Execution any	n Date, if Transact Code	ionAcquired ( Disposed c			Form: Direct (D) or Indirect	Indirect Beneficial			
(11511. 5)	(Month/D		(Instr. 3, 4	· · ·	Owned Following Reported	(I) (Instr. 4)	Ownership (Instr. 4)			
				or	Transaction(s) (Instr. 3 and 4)					
		Code V	Amount	(D) Price	(instr. 5 and 1)					
Reminder: Report on a se	parate line for each c	class of securities ber	-	-	-	ation of a				
			inform require	ation cont ed to respo /s a currer	pond to the colle ained in this form ond unless the fo ntly valid OMB co	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	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

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	Derivative Security			(D)	isposed of ) nstr. 3, 4,						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	01/04/2010	А		1,502		(2)	(2)	Common Stock	1,502	\$ 16

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
I B	Director	10% Owner	Officer	Other				
ZEDILLO ERNESTO 201 ISABELLA STREET PITTSBURGH, PA 15212	Х							
Signatures								
Brenda Hart (Assistant Secreta		01/05/2010						

Brenda Hart (Assistant Secretary), by power of attorney

\*\*Signature of Reporting Person

## **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). \*\*

Date

1 For 1 (1)

Phantom stock units were acquired under the Alcoa 2005 Deferred Fee Plan for Directors and are to be paid out in cash after Board (2)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.