

MCCLELLAND CRAIG W  
 Form 4  
 February 06, 2006

**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 \*  
 MCCLELLAND CRAIG W

2. Issuer Name and Ticker or Trading Symbol  
 ALLEGHENY TECHNOLOGIES INC [ATI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/02/2006

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

3 PARAGON DRIVE

(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

MONTVALE, NJ 07645

(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) |                   | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code  | V Amount or Price |   |  |                                   |
| Common Stock, \$0.10 par value  | 02/02/2006                           |  | M                              | 567   | A \$ 36.61        | 12,234  | D  |                                   |
| Common Stock, \$0.10 par value  | 02/02/2006                           |  | M                              | 567   | A \$ 47.41        | 12,801  | D  |                                   |
| Common Stock, \$0.10 par value  | 02/02/2006                           |  | M                              | 567   | A \$ 44.88        | 13,368  | D  |                                   |

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|                                |            |   |       |   |          |        |   |
|--------------------------------|------------|---|-------|---|----------|--------|---|
| Common Stock, \$0.10 par value | 02/02/2006 | M | 567   | A | \$ 40.25 | 13,935 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | M | 1,000 | A | \$ 25.34 | 14,935 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | M | 1,000 | A | \$ 17.83 | 15,935 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | M | 1,000 | A | \$ 17.02 | 16,935 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | M | 1,000 | A | \$ 4.59  | 17,935 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | M | 1,000 | A | \$ 10.6  | 18,935 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | S | 168   | D | \$ 52.72 | 18,767 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | S | 300   | D | \$ 52.69 | 18,467 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | S | 3,800 | D | \$ 52.65 | 14,667 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | S | 300   | D | \$ 52.59 | 14,367 | D |
| Common Stock, \$0.10 par value | 02/02/2006 | S | 200   | D | \$ 52.57 | 14,167 | D |
|                                | 02/02/2006 | S | 1,500 | D |          | 12,667 | D |

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|   |            |  |   |       |       |       |        |  |   |
|---|------------|--|---|-------|-------|-------|--------|--|---|
| Common<br>Stock,<br>\$0.10 par<br>value |            |  |   |       | \$    |       |        |  |   |
|   |            |  |   |       | 52.56 |       |        |  |   |
| Common<br>Stock,<br>\$0.10 par<br>value | 02/02/2006 |  | S | 1,000 | D     | \$    | 11,667 |  | D |
|   |            |  |   |       |       | 52.55 |        |  |   |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 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 Security (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares |
| Non-Employee Stock Option, right to buy    | \$ 36.61   | 02/02/2006                           |  | M                              | 567   | <u>(1)</u> 08/16/2006                                    | Common Stock, \$0.10 par value                              | 567                        |
| Non-Employee Stock Option, right to buy    | \$ 47.41   | 02/02/2006                           |  | M                              | 567   | <u>(2)</u> 05/01/2007                                    | Common Stock, \$0.10 par value                              | 567                        |
| Non-Employee Stock Option, right to buy    | \$ 44.88   | 02/02/2006                           |  | M                              | 567   | <u>(3)</u> 05/14/2008                                    | Common Stock, \$0.10 par value                              | 567                        |
| Non-Employee Stock Option, right to buy    | \$ 40.25   | 02/02/2006                           |  | M                              | 567   | <u>(4)</u> 05/13/2009                                    | Common Stock, \$0.10 par value                              | 567                        |
|  | \$ 25.34   | 02/02/2006                           |  | M                              | 1,000   | <u>(5)</u> 05/11/2010                                    |   | 1,000                      |

|   |          |            |  |   |       |            |            |   |       |
|---|----------|------------|--|---|-------|------------|------------|---|-------|
| Non-Employee<br>Stock Option,<br>right to buy |          |            |  |   |       |            |            | Common<br>Stock,<br>\$0.10 par<br>value |       |
| Non-Employee<br>Stock Option,<br>right to buy | \$ 17.83 | 02/02/2006 |  | M | 1,000 | <u>(6)</u> | 05/03/2011 | Common<br>Stock,<br>\$0.10 par<br>value | 1,000 |
| Non-Employee<br>Stock Option,<br>right to buy | \$ 17.02 | 02/02/2006 |  | M | 1,000 | <u>(7)</u> | 05/09/2012 | Common<br>Stock,<br>\$0.10 par<br>value | 1,000 |
| Non-Employee<br>Stock Option,<br>right to buy | \$ 4.59  | 02/02/2006 |  | M | 1,000 | <u>(8)</u> | 05/08/2013 | Common<br>Stock,<br>\$0.10 par<br>value | 1,000 |
| Non-Employee<br>Stock Option,<br>right to buy | \$ 10.6  | 02/02/2006 |  | M | 1,000 | <u>(9)</u> | 05/06/2014 | Common<br>Stock,<br>\$0.10 par<br>value | 1,000 |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MCCLELLAND CRAIG W<br>3 PARAGON DRIVE<br>MONTVALE, NJ 07645 | X             |           |         |       |

## Signatures

W. Craig  
McClelland                      02/02/2006

\*\*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) The options vested on August 16, 1997.
- (2) The options vested on May 1, 1998.
- (3) The options vested on May 14, 1999.
- (4) The options vested on May 13, 2000.
- (5) The options vested on May 11, 2001.
- (6) The options vested on May 3, 2002.

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- (7) The options vested on May 9, 2003.
- (8) The options vested on May 8, 2004.
- (9) The options vested on May 6, 2005.

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.