THOMAS PAUL D Form 4 July 17, 2007

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

3235-0287 Number: January 31, Expires:

**OMB APPROVAL** 

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * THOMAS PAUL D			2. Issuer Name <b>and</b> Ticker or Trading Symbol ALCOA INC [AA]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
201 ISABELLA STREET		Γ	07/13/2007	_X_ Officer (give title Other (specify below)		
				Executive Vice President		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
PITTSBURGH, PA 15212				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	${\bf (Zip)} \qquad \qquad {\bf Table~I-Non-Derivative~Securities~Acquired, Disposed~of, or~Beneficially~Owned}$								
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)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(======================================		
Common Stock	07/13/2007		M	40,000	A	\$ 22.555	274,192.8903 (1)	D		
Common Stock	07/13/2007		M	13,567	A	\$ 28.925	287,759.8903 (1)	D		
Common Stock	07/13/2007		M	20,000	A	\$ 22.555	307,759.8903 (1)	D		
Common Stock	07/13/2007		M	20,000	A	\$ 35.655	327,759.8903 (1)	D		
Common Stock	07/13/2007		M	9,003	A	\$ 32.03	336,762.8903 (1)	D		

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Common Stock	07/13/2007	M	40,000	A	\$ 29.54	376,762.8903 (1)	D	
Common Stock	07/13/2007	M	20,000	A	\$ 35.22	396,762.8903 (1)	D	
Common Stock	07/13/2007	M	10,000	A	\$ 34.55	406,762.8903 (1)	D	
Common Stock	07/13/2007	S	13,567	D	\$ 47.14	393,195.8903 (1)	D	
Common Stock	07/13/2007	S	100	D	\$ 47.105	393,095.8903 (1)	D	
Common Stock	07/13/2007	S	15,800	D	\$ 47.1	377,295.8903 (1)	D	
Common Stock	07/13/2007	S	900	D	\$ 47.095	376,395.8903 (1)	D	
Common Stock	07/13/2007	S	300	D	\$ 47.09	376,095.8903 (1)	D	
Common Stock	07/13/2007	S	22,800	D	\$ 47.085	353,295.8903 (1)	D	
Common Stock	07/13/2007	S	100	D	\$ 47.08	353,195.8903 (1)	D	
Common Stock	07/13/2007	F	13,659	D	\$ 47.35	339,536.8903 (1)	D	
Common Stock	07/13/2007	F	17,009	D	\$ 47.35	322,527.8903 (1)	D	
Common Stock	07/13/2007	F	7,240	D	\$ 47.35	315,287.8903 (1)	D	
Common Stock	07/13/2007	F	30,891	D	\$ 47.35	284,396.8903 (1)	D	
Common Stock	07/13/2007	F	16,898	D	\$ 47.35	267,498.8903 (1)	D	
Common Stock	07/13/2007	F	8,364	D	\$ 47.35	259,134.8903 (1)	D	
Common Stock						1,644	I	By Company 401(k) Plan

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

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SEC 1474 (9-02)

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# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\it{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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)	TransactionDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Employee Stock Option (right to buy)	\$ 22.555	07/13/2007		M		40,000	<u>(2)</u>	01/10/2013	Common Stock	40
Employee Stock Option (right to buy)	\$ 28.925	07/13/2007		M		13,567	<u>(5)</u>	01/12/2012	Common Stock	13
Employee Stock Option (right to buy)	\$ 22.555	07/13/2007		M		20,000	<u>(2)</u>	01/10/2013	Common Stock	20
Employee Stock Option (right to buy)	\$ 35.655	07/13/2007		M		20,000	12/31/2005	01/15/2010	Common Stock	20
Employee Stock Option (right to buy)	\$ 32.03	07/13/2007		M		9,003	05/03/2005	01/10/2013	Common Stock	9,
Employee Stock Option (right to buy)	\$ 29.54	07/13/2007		M		40,000	12/31/2005	01/13/2011	Common Stock	40
Employee Stock Option (right to buy)	\$ 35.22	07/13/2007		M		20,000	07/14/2002	01/12/2011	Common Stock	20

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Employee Stock Option (right to buy)	\$ 47.35	07/13/2007	A <u>(6)</u>	16,898		01/13/2008	01/12/2011	Common Stock	16
Employee Stock Option (right to buy)	\$ 34.55	07/13/2007	M		10,000	11/09/2002	11/09/2011	Common Stock	10
Employee Stock Option (right to buy)	\$ 47.35	07/13/2007	A <u>(6)</u>	8,364		01/13/2008	11/09/2011	Common Stock	8,

Deletionship

# **Reporting Owners**

Reporting Owner Name / Address			Kelationships	
	Director	10% Owner	Officer	Other

THOMAS PAUL D 201 ISABELLA STREET PITTSBURGH, PA 15212

**Executive Vice President** 

## **Signatures**

Brenda Hart (Assistant Secretary), by power of attorney

07/17/2007

\*\*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) Includes shares acquired under the Alcoa Dividend Reinvestment Plan.
- (2) This option is part of an option grant that vested in three equal annual installments beginning January 10, 2004.
- (3) Employee stock options are granted without payment of consideration.
- (4) In the aggregate, a total of 598,371 employee stock options (with various prices and expiration dates) were beneficially owned by the reporting person as of the date of this report.
- (5) This option is part of an option grant that vests in three equal annual installments beginning January 12, 2007. The installment exercised by the reporting person as reported herein vested on January 12, 2007.
- These are reload stock options granted in connection with the reporting person's exercise of outstanding options and payment of the option exercise costs by delivering previously owned shares to the Company as reported herein.

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