

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): August 19, 2001

ALCOA INC.

(Exact name of Registrant as specified in its charter)

| | | |
|--|--|---|
| Pennsylvania ----- (State or Other Jurisdiction of Incorporation) | 1-3610 ----- (Commission File Number) | 25-0317820 ----- (I.R.S. Employer Identification Number) |
|--|--|---|

| | |
|--|-----------------------------------|
| 201 Isabella Street, Pittsburgh, Pennsylvania ----- (Address of Principal Executive Offices) | 15212-5858 ----- (Zip Code) |
|--|-----------------------------------|

| | |
|--|--------------|
| Office of Investor Relations | 212-836-2674 |
| Office of the Secretary | 412-553-4707 |
| ----- | ----- |
| (Registrant's telephone number, including area code) | |

Item 5. OTHER EVENTS.

On August 19, 2001, Alcoa Inc. and BHP Billiton announced that agreement had been reached regarding the merger of Alcoa's North American metals distribution business, Reynolds Aluminum Supply Company (known as RASCO), with the BHP Billiton Group's North American metals distribution business, Vincent Metals Goods in the U.S. and Atlas Ideal Metals in Canada (collectively known as NAMD). A copy of the joint press release is filed herewith as Exhibit 99 and is hereby incorporated herein by reference.

Item 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(c) Exhibits

99 Joint Press Release dated August 19, 2001

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALCOA INC.

By: /s/ Lawrence R. Purtell

Lawrence R. Purtell
Executive Vice President and
General Counsel

Dated: August 21, 2001

INDEX TO EXHIBITS

| Exhibit No. ----- | Description ----- |
|----------------------|---|
| 99 | Joint Press Release dated August 19, 2001 |

Editorial Contacts: Joseph C. Vagi
Alcoa Inc.
804-281-4646

Francis McAllister
BHP Billiton United States
Tel: +1 713 961 8625
Mobile: +1 713 480 3699
email: Francis.R.McAllister@bhpbilliton.com

Investor Relations: Charles D. McLane
Alcoa Inc.
212-836-2674

Francis McAllister
BHP Billiton United States
Tel: +1 713 961 8625
Mobile: +1 713 480 3699
email: Francis.R.McAllister@bhpbilliton.com

ALCOA AND BHP BILLITON AGREE TO MERGE NORTH AMERICAN METALS DISTRIBUTION
BUSINESSES

PITTSBURGH and MELBOURNE, AUSTRALIA, August 19, 2001 -- Alcoa Inc. and BHP Billiton today announced agreement had been reached regarding the merger of Alcoa's North American metals distribution business, Reynolds Aluminum Supply Company (RASCO), with the BHP Billiton Group's North American metals distribution business, Vincent Metals Goods in the U.S. and Atlas Ideal Metals in Canada, collectively known as (NAMD).

Alcoa and BHP Billiton will each own 50% of the independent company. The combined company will have 3,000 employees and 90 metals distribution service centers across North America. Combined revenues of the distribution businesses would have been \$2.1 billion for the fiscal year 2000.

Chief executive officer of the new company, Harry Jones, said: "We expect to find opportunities to leverage technologies and synergies in processing equipment, information systems, engineering, technical support and the expertise of our combined workforces." Mr. Jones is currently CEO of NAMD.

Mike Goldberg, chief operating officer (COO) of NAMD, will be COO at the new company. Everett Chesley, vice president of Finance at RASCO, will be chief financial officer of the combined company.

Both shareholders as well as the executive management team are committed to ensure that the new company benefits from strong leadership and employee participation drawn equally from both companies.

-more-

Don Cowles, president of RASCO, noted that, "The metals distribution/supply chain management industry is in a period of change. We feel that combining RASCO with NAMD will result in the best outcome for customers, employees, suppliers and owners." Mr. Cowles will chair the integration committee made up of representatives from both companies.

The merger, subject to necessary regulatory approvals, is expected to close in October 2001.

NAMD, headquartered in Minneapolis, Minnesota, is one of the largest distributors of stainless steel and aluminum in North America, serving more than 25,000 customers through 52 service centers in Canada and the United States. BHP Billiton acquired NAMD in October 2000 as part of its acquisition of Rio Algom Ltd.

RASCO is headquartered in Richmond, Virginia and provides supply chain management of aluminum, stainless steel and other specialty metals to more than 15,000 customers through 38 locations across the United States, Canada and Mexico. RASCO is an Alcoa company.

###