

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|   |          |          |  |  |  |   |  |  |
|---|----------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person *<br><u>Collins Robert Sean</u> |          |          | 2. Issuer Name and Ticker or Trading Symbol<br><u>ALCOA INC [ AA ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Vice President and Controller</u> |  |  |
| (Last)  | (First)  | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>01/21/2014</u>  |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person   |  |  |
| 390 PARK AVENUE   |          |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)               |  |  |   |  |  |
| (Street)  | NEW YORK | NY       | 10022  |  |  |   |  |  |
| (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) (Instr. 3, 4 and 5) |            |         | 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 01/21/2014                           |  | M                              |   | 14,665  | A          | \$8.33  | 51,312.88 <sup>(1)</sup>  | D  |   |
| Common Stock                    | 01/21/2014                           |  | S                              |   | 14,665  | D          | \$12.17 | 36,647.88 <sup>(1)</sup>  | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |         | 1,125   | I  | By Wife in Company 401(k) Plan                        |
| Common Stock                    |                                      |  |                                |   |   |            |         | 3,973   | I  | By Company 401(k) Plan                                |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)    | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Employee Stock Option (right to buy)       | \$8.33   | 01/21/2014                           |  | M                              |   |  | 14,665 | (2)  | 01/23/2015      | Common Stock  | 14,665                                     | \$0 <sup>(3)</sup>   | 14,668 <sup>(4)</sup>                                     | D  |       |

**Explanation of Responses:**

- Includes shares acquired under the Alcoa Dividend Reinvestment Plan.
- This option is part of an option grant that vested in three equal annual installments beginning January 23, 2010. The installment exercised by the reporting person as reported herein vested on January 23, 2011.
- Employee stock options are granted without payment of consideration.
- In the aggregate, a total of 141,728 employee stock options (with various exercise prices and expiration dates) were beneficially owned by the reporting person as of the date of this report.

**Remarks:**

Brenda Hart (Assistant Secretary), by power of attorney 01/22/2014

\*\* Signature of Reporting Person Date

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

\* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.