

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE TO/A  
(RULE 14D-100)

TENDER OFFER STATEMENT UNDER SECTION 14(D)(1)  
OR SECTION 13(E)(1) OF THE SECURITIES EXCHANGE ACT OF 1934  
(AMENDMENT NO. 3)

CORDANT TECHNOLOGIES INC.  
(Name of Subject Company (Issuer))

OMEGA ACQUISITION CORP.  
A WHOLLY OWNED SUBSIDIARY OF  
ALCOA INC.  
(Names of Filing Persons (Offerors))

COMMON STOCK, PAR VALUE \$1.00 PER SHARE  
(INCLUDING THE ASSOCIATED RIGHTS TO PURCHASE PREFERRED STOCK)  
(Title of Class of Securities)

218412104  
(CUSIP Number of Class of Securities)

LAWRENCE R. PURTELL, ESQ.  
ALCOA INC.  
201 ISABELLA STREET  
PITTSBURGH, PENNSYLVANIA 15212  
TELEPHONE: (412) 553-4545  
(Name, address and telephone number of  
person authorized to receive notices  
and communications on behalf of filing persons)

COPY TO:

J. MICHAEL SCHELL, ESQ.  
MARGARET L. WOLFF, ESQ.  
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
FOUR TIMES SQUARE  
NEW YORK, NY 10036  
TELEPHONE: 212-735-3000

CALCULATION OF FILING FEE

Transaction Valuation*	Amount of Filing Fee
\$2,180,663,478	\$436,132.70

\* For purposes of calculating the amount of the filing fee only. This amount assumes the purchase of (i) 36,714,831 outstanding shares of common stock of Cordant Technologies Inc. and (ii) 1,542,423 shares of common stock of Cordant Technologies Inc. underlying vested options. The amount of the filing fee, calculated in accordance with Rule 0-11 of the Securities Exchange Act of 1934, as amended, equals 1/50 of 1% of the transaction value.

Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number or the Form or Schedule and the date of its filing.

Amount Previously Paid: N/A                      Form or Registration No.: N/A  
Filing party: N/A                                      Date Filed: N/A

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.  
 issuer tender offer subject to Rule 13e-4.  
 going-private transaction subject to Rule 13e-3.  
 amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

"Schedule T0"), filed initially with the Securities and Exchange Commission on March 20, 2000, relates to the offer by Omega Acquisition Corp., a Delaware corporation (the "Purchaser") and a wholly owned subsidiary of Alcoa Inc., a Pennsylvania corporation ("Alcoa"), to purchase all outstanding shares of common stock, including the associated rights to purchase preferred stock (collectively, the "Shares"), of Cordant Technologies Inc., a Delaware corporation, at a price of \$57.00 per Share, net to the seller in cash, upon the terms and subject to the conditions set forth in the Purchaser's Offer to Purchase, dated March 20, 2000, and in the related Letter of Transmittal (which together constitute the "Offer").

ITEMS 1, 4 AND 11.

Items 1, 4 and 11 are hereby amended and supplemented to add the following:

"On April 25, 2000, Alcoa announced that, among other things, it extended the Offer to 5:00 p.m., New York City time, on Friday, May 19, 2000. Alcoa also announced that it submitted the required antitrust notification to the European Commission on April 11, 2000 and received notice from the European Commission that the waiting period will expire on May 19, 2000, unless extended. A copy of the press release containing such announcement is filed as Exhibit (a)(9) to the Schedule T0 and is incorporated herein by reference."

ITEM 12.

Item 12 is hereby amended and supplemented to add the following exhibit:

(a)(9) Press Release, dated April 25, 2000.

#### SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

OMEGA ACQUISITION CORP.

By: /s/ Barbara S. Jeremiah

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Name: Barbara S. Jeremiah  
Title: Vice President

ALCOA INC.

By: /s/ Richard B. Kelson

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Name: Richard B. Kelson  
Title: Executive Vice President and  
Chief Financial Officer

Dated: April 25, 2000

#### EXHIBIT INDEX

(a)(9) Press Release, dated April 25, 2000.

ALCOA EXTENDS TENDER OFFER FOR CORDANT

PITTSBURGH, April 25, 2000 - Alcoa announced today that it has extended its \$57.00 per share cash tender offer for all of the issued and outstanding shares of Cordant Technologies Inc. The tender offer, as extended, will expire at 5:00 p.m. Eastern Daylight Savings Time on Friday, May 19, 2000. As of the close of business on April 24, 2000, the number of shares of Cordant common stock that had been validly tendered was 33,169,088, including guaranteed deliveries. Alcoa noted that it submitted the required antitrust notification to the European Commission on April 11, 2000 and received notice from the EC that the waiting period will expire on May 19, 2000, unless extended.

Alcoa (NYSE: AA)  
Cordant Technologies (NYSE: CDD)

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