

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 14D-1/A
AMENDMENT NO. 6
TENDER OFFER STATEMENT PURSUANT TO SECTION
14(D)(1) OF THE SECURITIES EXCHANGE ACT OF 1934

ALUMAX INC.
(NAME OF SUBJECT COMPANY)

AMX ACQUISITION CORP.
A WHOLLY OWNED SUBSIDIARY OF
ALUMINUM COMPANY OF AMERICA
(BIDDERS)

COMMON STOCK, PAR VALUE \$.01 PER SHARE
(TITLE OF CLASS OF SECURITIES)

022197 10 7
(CUSIP NUMBER OF CLASS OF SECURITIES)

LAWRENCE R. PURTELL, ESQ.
ALUMINUM COMPANY OF AMERICA
425 SIXTH AVENUE
PITTSBURGH, PENNSYLVANIA 15219
TELEPHONE: (412) 553-4545
(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON AUTHORIZED TO RECEIVE
NOTICES AND COMMUNICATIONS ON BEHALF OF BIDDER)

With copies to:

J. MICHAEL SCHELL, ESQ.
MARGARET L. WOLFF, ESQ.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
919 THIRD AVENUE
NEW YORK, NEW YORK 10022
TELEPHONE: (212) 735-3000

JUNE 16, 1998

This Amendment No. 6 to the Tender Offer Statement on Schedule 14D-1 relates to the offer by AMX Acquisition Corp., a Delaware corporation and a wholly owned subsidiary of Aluminum Company of America, a Pennsylvania corporation (the 'Parent'), to purchase up to 27,000,000 shares of common stock, par value \$.01 per share (the 'Shares'), of Alumax Inc., a Delaware corporation (the 'Company'), at a price of \$50.00 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 13, 1998 (the 'Offer to Purchase'), and in the related Letter of Transmittal (which together constitute the 'Offer'). Defined terms used but not otherwise defined herein shall have the meanings set forth in the Offer to Purchase.

ITEM 10. ADDITIONAL INFORMATION

Items 10(b) and (c) are hereby amended and supplemented as follows:

"On June 15, 1998, the Parent entered into an agreement with the Antitrust Division to divest its cast plate business pursuant to a mutually agreed upon court order. To effectuate that agreement, on June 15, 1998 the Antitrust Division filed with the United States District Court for the District of Columbia a proposed Final Judgment, a proposed Hold Separate Stipulation and Order and related papers (the "Consent Decree"). If approved and promulgated by the district court as expected, the Consent Decree will require the Parent (1) to divest its cast plate business within 180 days of the date of filing or within five days of the notice of entry of final judgment by the court, whichever is later and (2) in the meantime to operate its cast plate business separate and apart from the other operations of the Parent. A

copy of the press release issued by the Parent with respect to the foregoing is attached hereto as Exhibit (a)(8)(v) and incorporated herein by reference."

Item 10(f) of the Schedule 14D-1 is hereby amended and supplemented to add the following information:

"On June 15, 1998, the Parent issued a press release announcing the extension of the Expiration Date until 5 p.m., New York City time, on Tuesday, June 16, 1998. The Offer had previously been scheduled to expire at 12:00 Midnight, New York City time, on Monday, June 15, 1998. A copy of the press release issued by the Parent announcing the extension of the Offer is attached hereto as Exhibit (a)(8)(v) and incorporated herein by reference."

ITEM 11. MATERIAL TO BE FILED AS EXHIBITS.

Item 11 is hereby amended and supplemented by adding the following Exhibit:

(a)(8)(v) -- Press Release issued by the Parent on June 15, 1998.

SIGNATURE

After due inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

AMX Acquisition Corp.

By: /s/ Richard B. Kelson

Name: Richard B. Kelson

Title: Vice President and
Treasurer

Dated: June 16, 1998

SIGNATURE

After due inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Aluminum Company of America

By: /s/ Richard B. Kelson

Name: Richard B. Kelson

Title: Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

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(a)(8)(v) Press Release issued by the Parent on June 15,
1998.

Contact: Bonita A. Cersosimo

Phone: (412) 553-4462

ALCOA REACHES AGREEMENT WITH DOJ; TENDER OFFER EXTENDED

PITTSBURGH, June 15, 1998 -- Alcoa (NYSE: AA) announced today that it has reached an agreement with the U.S. Department of Justice that clears the way for the company to acquire Alumax Inc. (NYSE: AMX). Under the agreement, Alcoa will sell its cast plate operations in Vernon, California under a consent decree. Annual sales for these operations are approximately \$30 million. The consent decree was filed in U.S. District Court late this afternoon.

Alcoa also announced that it extended its cash tender offer for up to 27 million Alumax shares until 5:00 p.m., EDT, on Tuesday, June 16, 1998. At the close of business today, 46.5 million shares, or approximately 86%, had been tendered or guaranteed, and not withdrawn. The tender offer purchase price is \$50 per share. The subsequent Alcoa/Alumax merger is subject to approval by Alumax shareholders at a special meeting expected to be in the latter half of July. In that merger, each Alumax share would be exchanged for .6975 share of Alcoa stock. Today's closing share price on the NYSE for Alcoa stock was 63-3/4 and for Alumax was 45-3/8.

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