FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	. OWNERSHIP

OMB APP	ROVAL
OMB Number:	3235-028

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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

V Officer (give title	Owner r (specify v) t Applicable
(Last) (First) (Middle) 201 ISABELLA STREET 3. Date of Earliest Transaction (Month/Day/Year) 10/01/2010 4. If Amendment, Date of Original Filed (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Date of Executive Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 2. Derivative Conversion Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Securities (Month/Day/Year) 5. Amount of Disposed of (D) (Instr. 3. and 4) 5. A	r (specify v) t Applicable rson porting 7. Nature of Indirect Beneficial Ownership
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of (D) Transaction(s) (Instr. 3, 4	
and 5)	
Amount	
or Number	
Code V (A) (D) Date Expiration Date Title Shares	
Phantom Stock (1) 10/01/2010 A 244 (2) (2) Common Stock 244 \$12.3 8,589	

Explanation of Responses:

- 1 1 For 1
- 2. Phantom stock units were acquired under the Alcoa Deferred Compensation Plan and are to be paid out in cash after termination of employment. The reporting person may transfer the phantom stock into an alternative investment account under the Plan at times permitted under the Plan.

Remarks:

Brenda Hart (Assistant Secretary), by power of

10/04/2010

<u>attorney</u>

** 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.