FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

v ,	OMB APPRO
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:

	OMB APF	OMB APPROVAL					
IN BENEFICIAL OWNERSHIP	OMB Number:	3235-028					
IN DENEFICIAL OWNERSHIP	Estimated average	hurdon					

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

ERSHIP	OMB Number: Estimated average burde hours per response:	3235-0287 n 0.5							
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner									

1. Name and Address of Reporting Person* BELDA ALAIN J P				2. Issuer Name <b>and</b> Ticker or Trading Symbol ALCOA INC [ AA ]											olicable)	ng Person(s) to Issuer 10% Owner				
(Last) 201 ISAE	(First) (Middle) SABELLA STREET					3. Date of Earliest Transaction (Month/Day/Year) 02/24/2006									X	Offic belov	′	n and	Other (specify below)	
(Street) PITTSBU (City)	JRGH PA		.5212 Zip)		4. If									indivi ine) X	Forn Forn	al or Joint/Group Filing (Check Applicable orm filed by One Reporting Person orm filed by More than One Reporting erson				
		Tabl	e I - Noi	n-Deriv	/ative	Sec	uritie	s Acc	uired,	Dis	posed o	of, o	r Ben	efici	ally (	Owne	ed			
1. Title of S	1. Title of Security (Instr. 3)		Date	Date (Month/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction   I						5. Amount of Securities Beneficially Owned Following		ties cially Following	Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	unt (A) or Pri		Price	. [	Reported Transaction(s) (Instr. 3 and 4)				(IIISU. 4)
Common	Common Stock			02/24	2/24/2006				G	V	3,305	5	D	\$	\$0		1,096,409		D	
Common Stock															6,455			I	By Company 401(k) Plan	
		Та									sed of, onvertib					vned				
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any				4. Transa Code ( 8)		of Deriv Secu Acqu (A) o Dispo	r osed ) r. 3, 4	Expiration Date (Month/Day/Year) S				7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Deriv Secu	Price of erivative ecurity estr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	wnership orm: irect (D) r Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisal	Date Expiration		Title	or Nur of	ount nber ıres							

**Explanation of Responses:** 

Remarks:

Brenda Hart (Assistant Secretary), by power of <u>attorney</u>

03/02/2006

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.