FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| l | OMB APPROVAL | | | | | | | | | | |
|---|----------------------|-----------|--|--|--|--|--|--|--|--|--|
| l | OMB Number: | 3235-0287 | | | | | | | | | |
| | Estimated average bu | rden | | | | | | | | | |

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP hours per response: 0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* OWENS JAMES W | | | | | | | 2. Issuer Name and Ticker or Trading Symbol ALCOA INC [AA] | | | | | | | | | . Relationsh Check all ap X Dire | plicable) | ng Person(s) to | Issuer Owner | | |
|--|--|--------------|--|--|---------|---------|---|---|-------|---|----------------------------|-------------------------------|-------|---|----------------------|---|---|---|--|--|--|
| (Last) (First) (Middle) 201 ISABELLA STREET | | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/20/2010 | | | | | | | | | Offi belo | cer (give title w) | Othe belo | r (specify v) | | |
| (Street) PITTSBU | | PA (State | | 5212 Zip) | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | ine) X For For | , | | | | |
| | | | Table | e I - Nor | า-Deri\ | ative/ | Se | curitie | s Acc | quired, | Dis | posed o | f, or | Ben | efici | ally Own | ed | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | | ur) E | Execution if any | Deemed ecution Date, ny onth/Day/Year) | | 3. Transaction Code (Instr. 8) | | | | | nd Secu Bene | ficially ed Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | | | | | | | | v | Amount | () | A) or O) | Price | Trans | action(s) . 3 and 4) | | (111501.4) | | |
| Common | Stock | | | | 10/20 |)/2010 | | | | P | | 10,000 |) | A | \$12 | .73 | 10,000 | 00 D | | | |
| Common | Stock | | | | | | | | | | | | | | | | 5,025 ⁽¹⁾ I By Tr | | | | |
| | | | Та | | | | | | | | | osed of, onvertib | | | | y Owned | 1 | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversi or Exerci Price of Derivativ Security | on E | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/Da | Date, | | ransaction Code (Instr. | | of | | xercis on Dat Day/Ye | Amr) Sec Und Der Sec | | 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 (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | or | ount nber ires | | | | | | |

Explanation of Responses:

1. These shares are held by a trust of which the reporting person and his spouse are trustees and beneficiaries.

Remarks:

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

10/21/2010

** 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.