## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasiiiigtoii,	D.C.	20349

OMB APPROVAL			
	Ξ		

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

### 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 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person ALCOA INC [ AA ] THOMAS PAUL D Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 12/27/2007 **Executive Vice President** 201 ISABELLA STREET 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) PITTSBURGH PA 15212 Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Transaction Execution Date. Securities Form: Direct of Indirect (Month/Day/Year) Code (Instr. 8) (D) or Indirect if any Beneficially Beneficial (Month/Day/Year) Owned Following Ownership (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Code Amount Price (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 9. Number of 11. Nature 3. Transaction 8. Price of 10. Ownership Expiration Date (Month/Day/Year) Derivative Conversion **Execution Date** Transaction Amount of Derivative derivative of Indirect (Month/Day/Year) Derivative Securities Security Code (Instr. Securities Beneficial or Exercise if any Security Form: Direct (D) (Instr. 3) (Month/Day/Year) Underlying Derivative Security Price of 8) Securities (Instr. 5) **Beneficially** Ownership Acquired Owned (Instr. 4) Security (A) or Disposed (Instr. 3 and 4) Following (I) (Instr. 4) Reported Transaction(s) of (D) (Instr. 3, 4 and 5) (Instr. 4)

## **Explanation of Responses:**

(1)

1. 1 For 1

Phantom

Stock

Units

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.

Exercisable

(2)

(D)

(A)

## Remarks:

Brenda Hart (Assistant Secretary), by power of

Amount or Number

Shares

78

\$37,165

12/31/2007

2.938

D

<u>attorney</u>

Title

Commor

Stock

Expiration

Date

\*\* 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).

12/27/2007

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

ν

Code

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.