FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

	Washingto	n, D.C. 20549	
STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROV	//	4	L		
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3235-0287 OMB Number: Estimated average burden hours per response: 0.5

or Indirect

(I) (Instr. 4)

D

(Instr. 4)

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] **COLLINS ARTHUR D JR** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 10/01/2010 201 ISABELLA STREET 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person PITTSBURGH PA 15212 Form filed by More than One Reporting (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 11. Nature 3. Transaction 8. Price of 9. Number of 10. derivative Ownership Expiration Date (Month/Day/Year) Derivative Conversion **Execution Date** Transaction Amount of Derivative of Indirect (Month/Day/Year) Derivative Security Code (Instr. Securities 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

Units **Explanation of Responses:**

(1)

Security

1. 1 For 1

Phantom

Stock

Code ν

Remarks:

Brenda Hart (Assistant Secretary), by power of

(Instr. 3 and 4)

Amount Number

Shares

4,136

\$12.3

10/04/2010

9.189

Title

Commor

Stock

Expiration

(2)

Date

** Signature of Reporting Person

Date

Following

Reported Transaction(s)

(Instr. 4)

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).

10/01/2010

** 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.

Acquired

(A) or Disposed

of (D) (Instr. 3, 4 and 5)

(A)

4.136

(D)

Exercisable

(2)

^{2.} Phantom stock units were acquired under the Alcoa 2005 Deferred Fee Plan for Directors and are to be paid out in cash after Board service ends.