

MCCLELLAND CRAIG W
Form 4
February 06, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCLELLAND CRAIG W

2. Issuer Name and Ticker or Trading Symbol
ALLEGHENY TECHNOLOGIES INC [ATI]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
3 PARAGON DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/02/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

MONTVALE, NJ 07645
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code	V	Amount			
Common Stock, \$0.10 par value	02/02/2006		M		567	A	\$ 36.61	12,234	D
Common Stock, \$0.10 par value	02/02/2006		M		567	A	\$ 47.41	12,801	D
Common Stock, \$0.10 par value	02/02/2006		M		567	A	\$ 44.88	13,368	D

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Common Stock, \$0.10 par value	02/02/2006	M	567	A	\$ 40.25	13,935	D
Common Stock, \$0.10 par value	02/02/2006	M	1,000	A	\$ 25.34	14,935	D
Common Stock, \$0.10 par value	02/02/2006	M	1,000	A	\$ 17.83	15,935	D
Common Stock, \$0.10 par value	02/02/2006	M	1,000	A	\$ 17.02	16,935	D
Common Stock, \$0.10 par value	02/02/2006	M	1,000	A	\$ 4.59	17,935	D
Common Stock, \$0.10 par value	02/02/2006	M	1,000	A	\$ 10.6	18,935	D
Common Stock, \$0.10 par value	02/02/2006	S	168	D	\$ 52.72	18,767	D
Common Stock, \$0.10 par value	02/02/2006	S	300	D	\$ 52.69	18,467	D
Common Stock, \$0.10 par value	02/02/2006	S	3,800	D	\$ 52.65	14,667	D
Common Stock, \$0.10 par value	02/02/2006	S	300	D	\$ 52.59	14,367	D
Common Stock, \$0.10 par value	02/02/2006	S	200	D	\$ 52.57	14,167	D
	02/02/2006	S	1,500	D		12,667	D

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Common
Stock,
\$0.10 par
value

\$
52.56

Common
Stock,
\$0.10 par
value

02/02/2006

S

1,000 D

\$
52.55

11,667

D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-Employee Stock Option, right to buy	\$ 36.61	02/02/2006		M	567	<u>(1)</u> 08/16/2006	Common Stock, \$0.10 par value 567
Non-Employee Stock Option, right to buy	\$ 47.41	02/02/2006		M	567	<u>(2)</u> 05/01/2007	Common Stock, \$0.10 par value 567
Non-Employee Stock Option, right to buy	\$ 44.88	02/02/2006		M	567	<u>(3)</u> 05/14/2008	Common Stock, \$0.10 par value 567
Non-Employee Stock Option, right to buy	\$ 40.25	02/02/2006		M	567	<u>(4)</u> 05/13/2009	Common Stock, \$0.10 par value 567
	\$ 25.34	02/02/2006		M	1,000	<u>(5)</u> 05/11/2010	1,000

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- (7) The options vested on May 9, 2003.
- (8) The options vested on May 8, 2004.
- (9) The options vested on May 6, 2005.

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