

ALLEGHENY TECHNOLOGIES INC
Form 4
March 08, 2006

FORM 4

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

OMB APPROVAL

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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 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 *
HARSHMAN RICHARD J

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)
1000 SIX PPG PLACE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/06/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Finance and CFO

PITTSBURGH, PA 15222-5479

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.10 par value	03/06/2006		M		1,667	A	\$ 7.245
Common Stock, \$0.10 par value	03/06/2006		M		40,000	A	\$ 7.245
Common Stock, \$0.10 par value	03/06/2006		S		750	D	\$ 55.25

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Common Stock, \$0.10 par value	03/06/2006	S	400	D	\$ 55.26	126,269.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	1,000	D	\$ 55.27	125,269.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	450	D	\$ 55.28	124,819.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	850	D	\$ 55.29	123,969.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	600	D	\$ 55.3	123,369.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	450	D	\$ 55.32	122,919.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	1,450	D	\$ 55.33	121,469.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	950	D	\$ 55.34	120,519.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	550	D	\$ 55.35	119,969.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	450	D	\$ 55.36	119,519.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	250	D	\$ 55.38	119,269.8957	D
	03/06/2006	S	100	D		119,169.8957	D

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Common Stock, \$0.10 par value					\$ 55.39		
Common Stock, \$0.10 par value	03/06/2006	S	100	D	\$ 55.4	119,069.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	50	D	\$ 55.45	119,019.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	250	D	\$ 55.5	118,769.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	50	D	\$ 55.52	118,719.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	750	D	\$ 55.53	117,969.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	50	D	\$ 55.54	117,919.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	1,700	D	\$ 55.55	116,219.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	2,600	D	\$ 55.56	113,619.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	550	D	\$ 55.57	113,069.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	100	D	\$ 55.59	112,969.8957	D
	03/06/2006	S	50	D		112,919.8957	D

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Common Stock, \$0.10 par value					\$ 55.63		
Common Stock, \$0.10 par value	03/06/2006	S	100	D	\$ 55.64	112,819.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	50	D	\$ 55.65	112,769.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	250	D	\$ 55.66	112,519.8957	D
Common Stock, \$0.10 par value	03/06/2006	S	50	D	\$ 55.7	112,469.8957	D

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

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 control number.

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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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee stock option, right to buy	\$ 7.245	03/06/2006		M	1,667	<u>(1)</u>	10/21/2012	Common Stock, \$0.10 par value	1,667
Employee stock	\$ 7.245	03/06/2006		M	40,000	<u>(2)</u>	10/21/2012	Common Stock,	40,000

option,
right to
buy

\$0.10 par
value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARSHMAN RICHARD J 1000 SIX PPG PLACE PITTSBURGH, PA 15222-5479			EVP, Finance and CFO	

Signatures

Richard J.
Harshman

03/08/2006

 **Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Represents one-third of the options granted on October 21, 2002 which vested on October 21, 2005.
 - (2) The options vested in three equal installments on October 21, 2003, 2004, 2005.

Remarks:

Form 1 of 3

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