

ALLEGHENY TECHNOLOGIES INC

Form 4

March 08, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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

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

(City) (State) (Zip)

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) (A) or (D)	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	Price	
Common Stock, \$0.10 par value	03/06/2006		M		1,667	A \$ 7.245	87,419.8957 D
Common Stock, \$0.10 par value	03/06/2006		M		40,000	A \$ 7.245	127,419.8957 D
Common Stock, \$0.10 par value	03/06/2006		S		750	D \$ 55.25	126,669.8957 D

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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.

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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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