

MAYER GEORGE L  
Form 4  
November 15, 2004

**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 \*  
MAYER GEORGE L

(Last) (First) (Middle)  
178 MYRTLE BLVD., SUITE 103  
(Street)

LARCHMONT, NY 10538

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ALLETE INC [ALE]

3. Date of Earliest Transaction (Month/Day/Year)  
11/11/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	11/11/2004		M		1,293	A	\$ 18.85
							10,187.36 <sup>(1)</sup> <sub>(2)</sub>
Common Stock	11/11/2004		M		1,293	A	\$ 25.45
Common Stock	11/11/2004		M		2,083	A	\$ 15.88
Common Stock	11/11/2004		M		1,250	A	\$ 25.08
Common Stock							166 <sup>(1)</sup>
							I
							By Spouse
							100 <sup>(1)</sup>
							I

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Common Stock				Spouse as Conservator <sup>(3)</sup>
Common Stock	83 <sup>(1)</sup>	I		Charitable Remainder Trust
Common Stock	133 <sup>(1)</sup>	I		Charitable Annuity Trust

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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 18.85	11/11/2004		M	1,293 <sup>(4)</sup>	<sup>(5)</sup> 01/03/2010	Common Stock	1,293	
Employee Stock Option (right to buy)	\$ 25.45	11/11/2004		M	1,250 <sup>(6)</sup>	<sup>(7)</sup> 01/04/2009	Common Stock	1,250	
Employee Stock Option (right to buy)	\$ 25.45	11/11/2004		M	43 <sup>(8)</sup>	<sup>(7)</sup> 01/04/2009	Common Stock	43	
	\$ 25.08	11/11/2004		M		<sup>(10)</sup> 01/02/2008		1,250	



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- (10) 50% vested January 2, 1999 and 50% vested January 2, 2000.
- (11) This option was previously reported as covering 966 shares at an exercise price of \$13.69 per share, but was adjusted to reflect the reverse stock split and the spin off of ALLETE's subsidiary, ADESA, Inc., on September 20, 2004.
- (12) This option was previously reported as covering 1,450 shares at an exercise price of \$13.69 per share, but was adjusted to reflect the reverse stock split and the spin off of ALLETE's subsidiary, ADESA, Inc., on September 20, 2004.
- (13) 50% vested January 2, 1998 and 50% vested January 2, 1999.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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