

ALLEGHENY TECHNOLOGIES INC
 Form 4
 May 18, 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)
 05/16/2006

____ 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 | 05/16/2006 | | M | | 25,000 | A | \$ 3.625 |
| Common Stock, \$0.10 par value | 05/16/2006 | | S | | 100 | D | \$ 76.94 |
| Common Stock, \$0.10 par value | 05/16/2006 | | S | | 120 | D | \$ 76.9 |

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|--------------------------------|------------|---|-----|---|----------|--------------|---|
| Common Stock, \$0.10 par value | 05/16/2006 | S | 80 | D | \$ 76.75 | 110,462.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 80 | D | \$ 76.72 | 110,382.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 40 | D | \$ 76.71 | 110,342.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 300 | D | \$ 76.7 | 110,042.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 140 | D | \$ 76.69 | 109,902.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 180 | D | \$ 76.68 | 109,722.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 60 | D | \$ 76.67 | 109,662.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 60 | D | \$ 76.66 | 109,602.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 60 | D | \$ 76.61 | 109,542.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 80 | D | \$ 76.42 | 109,462.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 40 | D | \$ 76.41 | 109,422.2641 | D |
| | 05/16/2006 | S | 300 | D | \$ 76.4 | 109,122.2641 | D |

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|---|------------|---|-----|---|-------------|--------------|---|
| Common Stock, \$0.10 par value | | | | | | | |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 220 | D | \$ 76.38 | 108,902.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 60 | D | \$ 76.36 | 108,842.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 560 | D | \$ 76.27 | 108,282.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 180 | D | \$ 76.23 | 108,102.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 560 | D | \$ 76.21 | 107,542.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 320 | D | \$ 76.18 | 107,222.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 20 | D | \$ 76.06 | 107,202.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 160 | D | \$ 76 | 107,042.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 100 | D | \$ 75.18 | 106,942.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 20 | D | \$ 75.17 | 106,922.2641 | D |
| | 05/16/2006 | S | 40 | D | | 106,882.2641 | D |

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|--------------------------------|------------|---|-----|---|----------|--------------|---|
| Common Stock, \$0.10 par value | | | | | \$ 75.13 | | |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 40 | D | \$ 75.12 | 106,842.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 300 | D | \$ 75.11 | 106,542.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 100 | D | \$ 75.1 | 106,442.2641 | D |
| Common Stock, \$0.10 par value | 05/16/2006 | S | 60 | D | \$ 75.09 | 106,382.2641 | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option, right to buy | \$ 3.625 | 05/16/2006 | | M | 25,000 | <u>(1)</u> 02/12/2013 | Common Stock, \$0.10 par value 25,000 |

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

05/18/2006

__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) The options vested in three equal installments on February 12, 2004, 2005, and 2006.

Remarks:

Form 1 of 3

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