SHILLING JACK W Form 4 February 13, 2003

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b)

l .	Name and Person* (1	2.		er Name and Ticker ling Symbol	r or	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			
	Shilling, Ja	ack W		_	Alleg ATI	gheny Technologies	Incorporated			
				4.	State	ement for (Month/D	ay/Year)	5.	If Amendment, I	_
	1000 Six P	PPG Place		_	Febru	uary 12, 2003			-	
		(Street)		6.		tionship of Reporti er (Check All Applic		7.	Individual or Jo	
	Pittsburgh,	PA 15222		_	o	Director _O	10% Owner		x	Form filed by One Reporting Person
	(City)	(State)	(Zip)		x	Officer (give title	le below)		o	Form filed by More than One Reporting
					o	Other (specify b	elow)			Person
						Executive Vice	President,			

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

			Tabl	e I	Non-Derivative S	ecu	rities Acquire	ed, Disposed of, or	Ber	neficially Owne	d		
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
								(A) or					
							Code V	Amount (D) Price					
_													
_													
_													
_							Page 2						
							r age 2						

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 5. Code (Instr. 8)	Securities	(A) or Disposed of
									Code V	(A)	(D)
	Employee Stock Option Grant (right to buy) 2/12/03		\$3.625		2/12/03				A	30,000	
						Page	e 3				

6.	Date Exercis Expiration I (Month/Day/	Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
	(1)	2/12/2013	Common Stock \$0.10 par value		\$3.625	30,000	D	

Explanation of Responses:

(1) Exercisable in three annual increments: 1/3 on first anniversary of grant date, 1/3 on second anniversary of grant date and 1/3 on third anniversary of grant date.

/s/ Jack W. Shilling

February 13, 2003

**Signature of Reporting	Date
Person	

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

Page 4

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).