

ALCAN INC
Form SC 14D9/A
May 23, 2007

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

SCHEDULE 14D-9

**Solicitation/Recommendation Statement under Section 14(d)(4)
of the Securities Exchange Act of 1934**

(Amendment No. 1)

ALCAN INC.

(Name of Subject Company)

ALCAN INC.

(Name of Person(s) Filing Statement)

**Common Shares
Common Share Purchase Rights**
(Title of Class of Securities)

013716105

(CUSIP Number of Class of Securities)

Roy Millington, Secretary
Alcan Inc.
1188 Sherbrooke Street West
Montreal, Quebec, Canada H3A 3G2
514-848-8000

(Name, address and telephone number of person authorized to receive
notices and communications on behalf of the person(s) filing statement)

With copies to:

Scott D. Miller	Norman M. Steinberg
George J. Sampas	Andrew Bleau
Sullivan & Cromwell LLP	Ogilvy Renault LLP
125 Broad Street	1981 McGill College Avenue
New York, NY 10004	Montreal QC, Canada H3A 3C1

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Introduction

This Amendment No. 1 to Schedule 14D-9 amends and supplements the Solicitation/Recommendation Statement on Schedule 14D-9 (the "Statement") originally filed by Alcan Inc. on May 22, 2007. Except as otherwise noted, the information set forth in the original Statement remains unchanged.

Item 9. Exhibits.

Item 9 is hereby amended and supplemented by adding the following exhibits:

Exhibit No.	Description
(a)(4)	Key Messages Issued to Employees on May 22, 2007
(a)(5)	Letter to Employees Issued on May 22, 2007
(a)(6)	Talking Points for Employees Issued on May 22, 2007
(a)(7)	Form of Letter to Customers Issued on May 22, 2007
(a)(8)	Talking Points for Customers Issued on May 22, 2007
(a)(9)	Form of Letter to Suppliers Issued on May 22, 2007
(a)(10)	Talking Points Relating to Suppliers Issued on May 22, 2007
(a)(11)	Questions and Answers for Managers Issued on May 22, 2007

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

May 22, 2007

/s/ Roy Millington

Roy Millington
Secretary