

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. 2)

**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 George J. Sampas Sullivan & Cromwell LLP 125 Broad Street New York, NY 10004	Norman M. Steinberg Andrew Bleau Ogilvy Renault LLP 1981 McGill College Avenue Montreal QC, Canada H3A 3C1
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Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.



**Introduction**

This Amendment No. 2 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, as amended by Amendment No. 1 filed on May 23, 2007. Except as otherwise noted, the information set forth in the original Statement, as amended by Amendment No. 1 thereto, remains unchanged.

**Item 9. Exhibits.**

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

Exhibit No.	Description
(a)(12)	Presentation - Excerpts from Directors' Circular dated 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 23, 2007

/s/ Roy Millington

Roy Millington

Secretary