

ALCAN INC  
Form SC 14D9/A  
May 24, 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. 3)

**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<br>George J. Sampas<br>Sullivan & Cromwell LLP<br>125 Broad Street<br>New York, NY 10004 | Norman M. Steinberg<br>Andrew Bleau<br>Ogilvy Renault LLP<br>1981 McGill College Avenue<br>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. 3 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 and Amendment No. 2 filed on May 23, 2007. Except as otherwise noted, the information set forth in the original Statement, as amended by Amendments No. 1 and 2 thereto, remains unchanged.

### Item 9. Exhibits.

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

| Exhibit No. | Description                                                     |
|-------------|-----------------------------------------------------------------|
| (a)(13)     | Advertisement published on May 24, 2007 in Canadian newspapers. |

**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 24, 2007

/s/ Roy Millington

Roy Millington

Secretary