SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person[*] Adams Robert John	2. Issuer Name **and** Ticker or Trading Symbol ALLETE INC [ALE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

1. Name and Address of Reporting Person[*]

Adams Robert John

(Last)   (First)   (Middle)

30 WEST SUPERIOR STREET

(Street)

DULUTH   MN   55802

(City)   (State)   (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

ALLETE INC [ALE]

3. Date of Earliest Transaction (Month/Day/Year)

05/17/2013

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

	Director		10% Owner
X	Officer (give title below)		Other (specify below)

VP Bus. Dev; Chief Risk Ofcr

6. Individual or Joint/Group Filing (Check Applicable Line)

X   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	05/17/2013		M		3,411	A	$44.15	7,593.76[(1)]	D	
Common Stock	05/17/2013		S		1,741	D	$50.8	5,852.76	D	
Common Stock	05/17/2013		S		29	D	$50.81	5,823.76	D	
Common Stock	05/17/2013		S		1,039	D	$50.84	4,784.76	D	
Common Stock	05/17/2013		S		602	D	$50.85	4,182.76	D	
Common Stock								10,622.93[(2)]	I	By RSOP Trust

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Rt. to Buy)	$44.15	05/17/2013		M			3,411	[(3)]	02/01/2016	Common Stock	3,411	$0	0	D	

Explanation of Responses:

1. Includes shares acquired in exempt transactions under the dividend reinvestment features of ALLETE's stock purchase and dividend reinvestment plan and ALLETE's employee stock purchase plan and is based on plan information available as of May 1, 2013.

2. Includes shares acquired in exempt transactions under ALLETE's retirement savings and stock ownership plan (RSOP) and is based on RSOP plan information available as of April 30, 2013.

3. Option vested in three equal installments; one-third vested on February 1, 2007, one-third vested on February 1, 2008, and one-third vested on February 1, 2009.

Remarks:

Ingrid K. Johnson for Robert J. Adams   05/20/2013

** Signature of Reporting Person   Date