

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* SCHOBER MARK A			2. Issuer Name and Ticker or Trading Symbol ALLETE INC [ALE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Senior VP & CFO			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/31/2011			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
30 WEST SUPERIOR STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	DULUTH	MN	55802						
(City)	(State)	(Zip)							

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	08/31/2011		M		4,413	A	\$29.79	20,960.66 ⁽¹⁾	D	
Common Stock	08/31/2011		M		2,207	A	\$23.79	23,167.67	D	
Common Stock	08/31/2011		S		700	D	\$39.03	22,467.67	D	
Common Stock	08/31/2011		S		600	D	\$39.04	21,867.67	D	
Common Stock	08/31/2011		S		1,182	D	\$39.05	20,685.67	D	
Common Stock	08/31/2011		S		2,000	D	\$39.06	18,685.67	D	
Common Stock	08/31/2011		S		1,100	D	\$39.07	17,585.67	D	
Common Stock	08/31/2011		S		100	D	\$39.1	17,485.67	D	
Common Stock	08/31/2011		S		200	D	\$39.11	17,285.67	D	
Common Stock	08/31/2011		S		700	D	\$39.13	16,585.67	D	
Common Stock	08/31/2011		S		38	D	\$39.15	16,547.67	D	
Common Stock								12,390.55 ⁽²⁾	I	By RSOP Trust
Common Stock								118.26	I	By child sharing Insider's household

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 (right-to-buy)	\$29.79	08/31/2011		M			4,413	(3)	01/02/2012	Common Stock	4,413	\$0	0	D	
Employee Stock Option (right-to-buy)	\$23.79	08/31/2011		M			2,207	(4)	02/03/2013	Common Stock	2,207	\$0	0	D	

Explanation of Responses:

1. Includes shares acquired in exempt transactions under ALLETE's employee stock purchase plan and pursuant to the dividend equivalent feature of restricted stock grants under ALLETE's executive long term incentive compensation plan, all based on plan information available as of August 1, 2011.

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 August 1, 2011.
3. The option vested in three equal installments on January 2, 2003, January 2, 2004 and January 2, 2005, respectively.
4. The option vested in three equal installments on February 3, 2004, February 3, 2005 and February 3, 2006, respectively.

Remarks:

Ingrid K. Johnson for Mark A. Schober 09/01/2011

** Signature of Reporting Person Date

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).

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.