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ALLETE INC Form S-8 November 25, 2003

> As filed with the Securities and Exchange Commission on November 25, 2003 Registration No. 333-

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

ALLETE, INC. (Exact name of (State or other registrant as jurisdiction of Identification No.) specified in its incorporation or charter) charter)

MINNESOTA organization) 41-0418150

30 West Superior Street Duluth, Minnesota 55802-2093 (218) 279-5000

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

MINNESOTA POWER AND AFFILIATED COMPANIES RETIREMENT SAVINGS AND STOCK OWNERSHIP PLAN (Full Title of Plan)

DAVID G. GARTZKE Chairman, President and Chief Executive Officer
30 West Superior Street Duluth, Minnesota 55802-2093 (218) 279-5000

JAMES K. VIZANKO Vice President, Chief Financial Officer

and Treasurer

30 West Superior Street

Duluth, Minnesota 55802-2093

Thelen Reid & Priest LLP

875 Third Avenue

New York, New York 10022-6225

(212) 603-2000 (218) 279-5000

PHILIP R. HALVERSON, Esq. Vice President, General Counsel and Secretary 30 West Superior Street Duluth, Minnesota 55802-2093 (218) 279-5000

ROBERT J. REGER, JR., Esq.

(Names and addresses, including zip codes, and telephone numbers, including area codes, of agents for service)

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______ PROPOSED MAXIMUM PROPOSE
TITLE OF EACH CLASS OF SECURITIES AMOUNT TO BE OFFERING PRICE AGG
TO BE REGISTERED REGISTERED