

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of The Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

ARCONIC INC.

(Name of Registrant as Specified in Its Charter)

ELLIOTT ASSOCIATES, L.P.
ELLIOTT INTERNATIONAL, L.P.
PAUL E. SINGER
ELLIOTT CAPITAL ADVISORS, L.P.
ELLIOTT SPECIAL GP, LLC
BRAXTON ASSOCIATES, INC.
ELLIOTT ASSET MANAGEMENT LLC
ELLIOTT INTERNATIONAL CAPITAL ADVISORS INC.
HAMBLEDON, INC.
ELLIOTT MANAGEMENT CORPORATION
THE LIVERPOOL LIMITED PARTNERSHIP
LIVERPOOL ASSOCIATES LTD.
LARRY A. LAWSON
CHRISTOPHER L. AYERS
ELMER L. DOTY
BERND F. KESSLER
PATRICE E. MERRIN

(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
-

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Elliott Associates, L.P. and Elliott International, L.P., together with the other participants in such proxy solicitation (collectively, “Elliott”), have filed a definitive proxy statement and accompanying **BLUE** proxy card with the Securities and Exchange Commission to be used to solicit votes for the election of its slate of four highly-qualified director nominees at the 2017 annual meeting of shareholders of Arconic Inc., a Pennsylvania corporation.

Item 1: On May 15, 2017, Elliott issued the following press release, which was also posted by Elliott to www.NewArconic.com:



Media Contact:
Stephen Spruiell
Elliott Management Corporation
(212) 478-2017
sspruiell@elliottmgmt.com

Elliott Management Corporation Welcomes ISS Recommendation to Vote the **BLUE Card for Real Change at Arconic**

*ISS Recommends that Clients Vote Using the **BLUE** Proxy Card*

Report Cites Elliott’s “Compelling Case” that “Additional Board Change is Warranted”

Decision is Yet Another Powerful Indicator that Real Change is Needed at Arconic

NEW YORK (May 15, 2017) – Elliott Management Corporation (“Elliott”), which manages funds that collectively beneficially own a 13.2% economic interest in Arconic Inc. (NYSE: ARNC) (“Arconic” or the “Company”), today welcomed the recommendation by Institutional Shareholder Services (“ISS”), a leading independent proxy advisory firm, for Arconic shareholders to vote the **BLUE** proxy card in favor of real change at Arconic’s first Annual Meeting of Shareholders to be held on May 25, 2017.

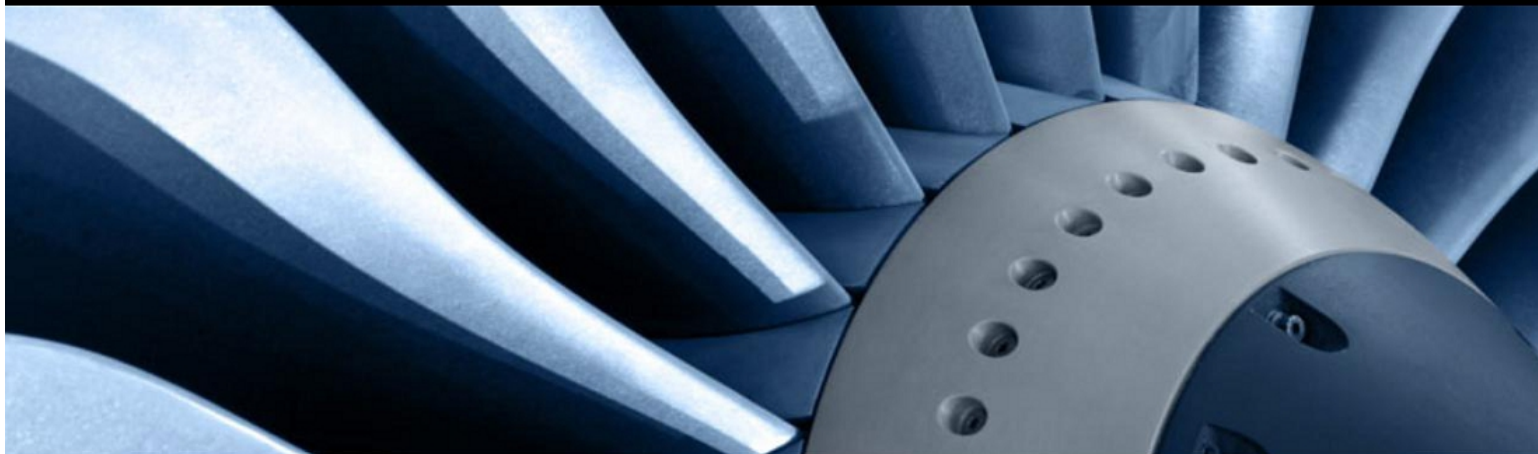
ISS recommended that clients vote on the **BLUE** proxy card, including for Christopher L. Ayers and Elmer L. Doty. Elliott believes that all four of the highly qualified, independent shareholder nominees deserve the support of all Arconic shareholders and we urge all shareholders to vote for real change this May 25th.

Additional Information

Elliott Associates, L.P. and Elliott International, L.P. (collectively, "Elliott"), together with the other participants in Elliott's proxy solicitation, have filed a definitive proxy statement and accompanying BLUE proxy card with the Securities and Exchange Commission ("SEC") to be used to solicit proxies in connection with the 2017 annual meeting of shareholders (the "Annual Meeting") of Arconic Inc. (the "Company"). Shareholders are advised to read the proxy statement and any other documents related to the solicitation of shareholders of the Company in connection with the Annual Meeting because they contain important information, including information relating to the participants in Elliott's proxy solicitation. These materials and other materials filed by Elliott with the SEC in connection with the solicitation of proxies are available at no charge on the SEC's website at <http://www.sec.gov>. The definitive proxy statement and other relevant documents filed by Elliott with the SEC are also available, without charge, by directing a request to Elliott's proxy solicitor, Okapi Partners LLC, at its toll-free number 1-877-869-0171 or via email at info@okapipartners.com.

About Elliott

Elliott Management Corporation manages two multi-strategy hedge funds which combined have more than \$32 billion of assets under management. Its flagship fund, Elliott Associates, L.P., was founded in 1977, making it one of the oldest hedge funds under continuous management. The Elliott funds' investors include pension plans, sovereign wealth funds, endowments, foundations, funds-of-funds, high net worth individuals and families, and employees of the firm.



PRESS RELEASES

LETTERS

STATEMENTS &
PRESENTATIONS

VIDEOS

Press Releases

May 15, 2017

 Elliott Management Corporation Welcomes ISS Recommendation to Vote the BLUE Card for Real Change at Arconic

[VIEW](#)

May 12, 2017

 Elliott: Arconic Shareholders Voice Additional Support for Change

[VIEW](#)

May 11, 2017

 Elliott Releases New Investor Presentation

[VIEW](#)

May 11, 2017

 Elliott Management Corporation Welcomes Glass Lewis Recommendation for All Four Independent Shareholder Nominees

[VIEW](#)

May 8, 2017

 Elliott Management Releases New Letter to Arconic Shareholders

[VIEW](#)

May 3, 2017

 Elliott Releases New Video: “Meet the Shareholder Nominees”

[VIEW](#)

April 27, 2017

 Elliott Management Releases New Investor Presentation

[VIEW](#)

April 25, 2017

 Elliott Issues New Letter to Arconic Shareholders

[VIEW](#)

April 17, 2017

 Elliott Management Responds to Klaus Kleinfeld’s Resignation

[VIEW](#)

April 13, 2017

 Dr. Kleinfeld’s House of Governance Horrors

[VIEW](#)

April 11, 2017

 Elliott Management Releases Investor Presentation

[VIEW](#)

April 10, 2017

 Elliott Issues New Letter to Arconic Shareholders

[VIEW](#)

April 3, 2017

 Elliott Releases New Video on NewArconic.com: Klaus Kleinfeld vs. The Facts

[VIEW](#)

March 27, 2017

 Elliott to Arconic: Stonewalling on Vote-Buying

[VIEW](#)


Deal Raises Questions about What the Company is Trying to Hide

March 23, 2017

 Elliott Sends Letter to Arconic Employees: Lays Out Facts of Apparent Vote-Buying Deal

[VIEW](#)

March 20, 2017

 Elliott to Arconic's Board: Waiver of Secret Voting Lock-Up Raises More Questions Than It Answers

[VIEW](#)

March 16, 2017

 Elliott Demands Explanation from Arconic's Board for Apparent Vote-Buying

[VIEW](#)

January 31, 2017

 Elliott Management Nominates Five Independent, Highly Qualified Director Candidates to the Board of Arconic

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