FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Addr	1 0	Person*		er Name and Ticker nic Inc. [ARN	0,	mbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
PLANT JOH	<u>in C</u>			<u></u>			X	Director	10%	Owner		
(Last) 390 PARK AVI	(First) ENUE	(Middle)	3. Date 02/15/	of Earliest Transac 2019	ction (Month/Da	y/Year)	x	er (specify w)				
(Street) NEW YORK, NY 10022			4. If Am	endment, Date of (Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Form filed by On				
(City)	(State)	(Zip)						Form filed by Mo	re than One Rep	orting Person		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
	· (In atr. 2)	3	Transaction	24 Deemed	2	4 Securities Acquired (A)	or	E Amount of	6 Ournarahin	7 Noturo of		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(Instr. 4)

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. Transa Code (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)	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		(Instr. 4)		
Restricted Stock Unit	(1)	02/15/2019		A		1,000,000		(2)	(2)	Common Stock	1,000,000	\$ 0	1,000,000	D	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of common stock of Arconic Inc. ("Arconic") or, at Arconic's election, cash equivalent to the fair market value thereof.

2. The restricted stock units generally vest on the first anniversary of February 6, 2019, contingent on Mr. Plant's continued service as Chief Executive Officer through such date and subject to partial or full accelerated vesting upon the occurrence of certain events. Vested restricted stock units will be settled in shares or cash, as applicable, within 30 days following the vesting date.

Remarks:

<u>/s/ Margaret Lam (Assistant</u> Secretary), by power of attorney

02/19/2019

** 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.