SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

0	Check this box if no longer subject to
	Section 16. Form 4 or Form 5
0	obligations may continue. See
	nstruction 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

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1. Name and Addres	1 0		2. Issuer Name and Ticker or Trading Symbol Arconic Inc. [ARNC]		tionship of Reporting Pers all applicable) Director	10% Owner
(Last) 390 PARK AVE	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 01/13/2017	X	Officer (give title below) Exec Vice Presi	Other (specify below) sident
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filinç	g (Check Applicable
NEW YORK,	NY	10022		X	Form filed by One Repo	orting Person
(City)	(State)	(Zip)			Form filed by More that Person	n One Reporting
			tive Securities Acquired Disposed of an Bonefi		Junad	

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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	01/13/2017		A		6,585	D	\$ <mark>0</mark>	32,938 ⁽¹⁾⁽²⁾	D	

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)		of		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)	\$21.13	01/13/2017		A		83,470		(3)	01/13/2027	Common Stock	83,470	(4)	83,470	D	

Explanation of Responses:

1. On October 5, 2016, the Issuer effected a 1-for-3 reverse stock split of its common stock (the "Reverse Stock Split"). The amount of securities reported on this Form 4 have been adjusted to reflect the Reverse Stock Split.

2. On November 1, 2016, the Issuer completed the separation of its business into two independent, publicly-traded companies (the "Separation"): the Issuer and Alcoa Corporation. In connection with the Separation, and pursuant to the terms of an Employee Matters Agreement dated October 31, 2016, by and between the Issuer and Alcoa Corporation (the "Employee Matters Agreement"), all equity awards held by the reporting person with respect to the Issuer's common stock were adjusted in a manner intended to preserve the aggregate intrinsic value of the original award. The amount of securities reported on this Form 4 reflect the aforementioned adjustment.

3. The option vests in three equal annual installments beginning January 13, 2018.

4. Employee stock options are granted without payment of consideration.

Remarks:

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

01/18/2017

** 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.