

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 April 27, 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 Releases New Investor Presentation

New Presentation Makes the Case that Recent Events, Including Multiple Governance Failures at Arconic, Confirm the Need for Real Change

Click [here](#) to download the full presentation

NEW YORK (April 27, 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 released an investor presentation entitled "A New Arconic: Recent Events Confirm Need for Change."

The full presentation can be downloaded by clicking [here](#), and also viewed in its entirety on the homepage of NewArconic.com.

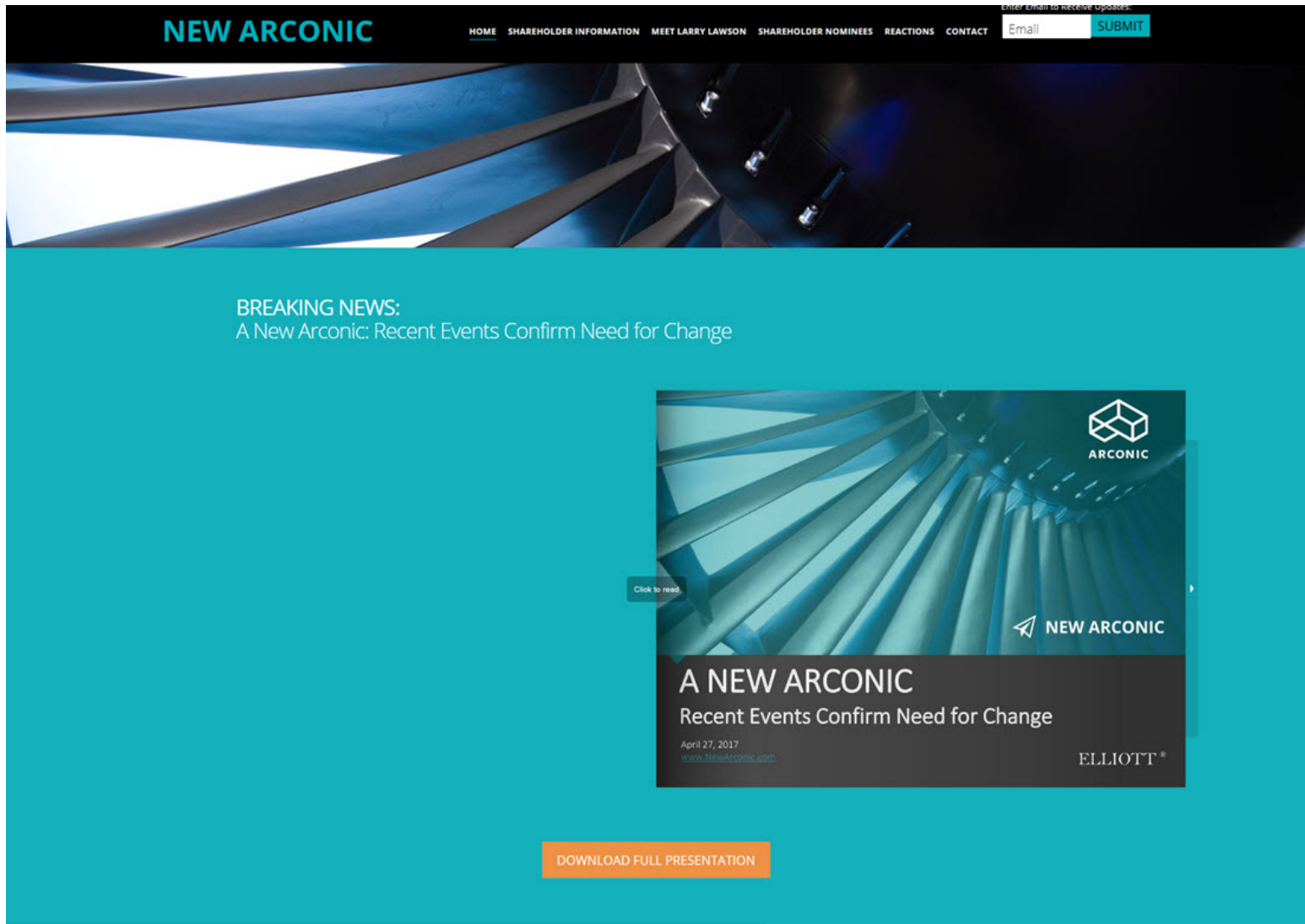
Additional Information

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.

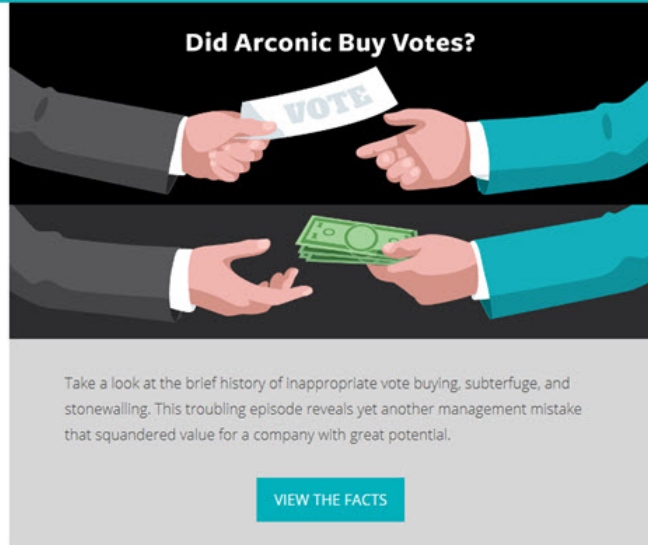
Item 2: On April 27, 2017, the following materials were posted by Elliott to www.NewArconic.com:



The screenshot shows the New Arconic website homepage. At the top, there is a navigation bar with the following links: HOME, SHAREHOLDER INFORMATION, MEET LARRY LAWSON, SHAREHOLDER NOMINEES, REACTIONS, CONTACT. To the right of the navigation bar is an email subscription form with the text "Enter Email to receive updates." and a "SUBMIT" button. The main content area features a large teal banner with the text "BREAKING NEWS: A New Arconic: Recent Events Confirm Need for Change". Below this banner is a thumbnail for a presentation titled "A NEW ARCONIC Recent Events Confirm Need for Change" dated April 27, 2017, with a "Click to read" button. At the bottom of the banner area is an orange button that says "DOWNLOAD FULL PRESENTATION".

Arconic operates a world-class collection of assets that if managed properly, with prudent reinvestment of capital, should produce substantial returns for its shareholder owners. Unfortunately, despite these valuable assets, considerable shareholder value has been destroyed over the past decade under the watch of current management.

We believe a change of leadership is required to improve performance at Arconic today.



The graphic is titled "Did Arconic Buy Votes?". It depicts two hands in business suits. One hand is holding a white slip of paper with the word "VOTE" written on it, and the other hand is holding a stack of green US dollar bills. The background is dark with a teal accent.

Take a look at the brief history of inappropriate vote buying, subterfuge, and stonewalling. This troubling episode reveals yet another management mistake that squandered value for a company with great potential.

[VIEW THE FACTS](#)

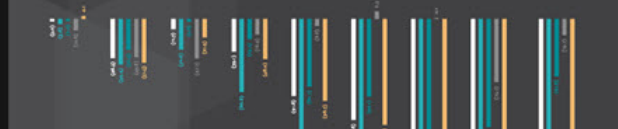
Alcoa TSR vs. Peers and S&P 500 During CEO Tenure

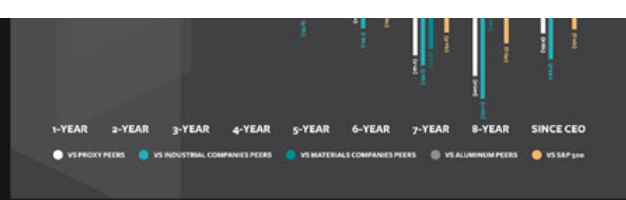
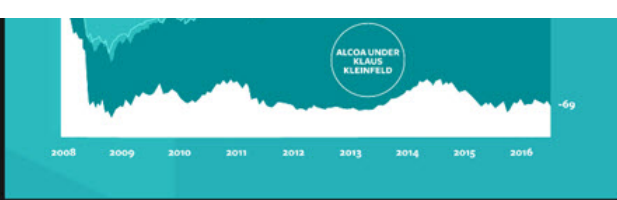
Alcoa has underperformed its peer group by 156% and the S&P 500 by 150%



TSR Under Klaus Kleinfeld vs. Company Selected Peers

Alcoa Cumulative TSR Relative to Each Peer Median and S&P 500 under Klaus Kleinfeld





TSR: 5/1/2008-10/31/2016. Company Selected 2016 Proxy Peers: DU PONT (E.I.) DE NEMOURS, DOW CHEMICAL CO/THE, FREEPORT-MCMORAN INC, HUNTSMAN CORP, INTERNATIONAL PAPER CO, LYONDELLBASELL INDU-CL A, PPG INDUSTRIES INC, NEWMONT MINING CORP, NUCOR CORP, UNITED STATES STEEL CORP, 3M CO, CUMMINS INC, DANAHER CORP, DEERE & CO, EATON CORP PLC, EMERSON ELECTRIC CO, GENERAL DYNAMICS CORP, L-3 COMMUNICATIONS HOLDINGS, NORTHROP GRUMMAN CORP, RAYTHEON COMPANY.

Poor Performance Against Any Set of Peers Chart: Peer Group Median. Source: Bloomberg. TSR Trailing as of 10/31/2016, the day before Alcoa and Arconic split. Since CEO TSR: 5/1/2008 -10/31/2016. Peer Proxy Is Alcoa's 2016 self-selected proxy peers and includes two groups named by the Company, Industrials Peers which are the following ten companies: 3M CO, CUMMINS INC, DANAHER CORP, DEERE & CO, EATON CORP PLC, EMERSON ELECTRIC CO, GENERAL DYNAMICS CORP, L3 TECHNOLOGIES INC, NORTHROP GRUMMAN CORP, RAYTHEON COMPANY, And Materials Peers which are the following 10 companies: DU PONT (E.I.) DE NEMOURS, DOW CHEMICAL CO/THE, FREEPORT-MCMORAN INC, HUNTSMAN CORP, INTERNATIONAL PAPER CO, PPG INDUSTRIES INC, NEWMONT MINING CORP, NUCOR CORP, UNITED STATES STEEL CORP, LYONDELLBASELL INDU-CL A. The Company's self-selected Aluminum Company peers consist of: ALUMINUM CORP OF CHINA LTD-H, UNITED CO RUSAL PLC, NORSK HYDRO ASA, ALUMINA LTD, NATIONAL ALUMINIUM CO LTD, SHANDONG NANSHAN ALUMINUM.



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Press Releases

April 27, 2017

 Elliott Management Releases New Investor Presentation

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April 25, 2017

 Elliott Issues New Letter to Arconic Shareholders


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April 17, 2017

 Elliott Management Responds to Klaus Kleinfeld's Resignation

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April 13, 2017

 Dr. Kleinfeld's House of Governance Horrors

[VIEW](#)

April 11, 2017

 Elliott Management Releases Investor Presentation

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April 10, 2017

 Elliott Issues New Letter to Arconic Shareholders

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April 3, 2017

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


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March 27, 2017

 Elliott to Arconic: Stonewalling on Vote-Buying Deal Raises Questions about What the Company is Trying to Hide

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March 23, 2017

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

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March 20, 2017

 Elliott to Arconic's Board: Waiver of Secret Voting Lock-Up Raises

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More Questions Than It Answers

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March 16, 2017

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

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January 31, 2017

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

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April 27, 2017

 [A New Arconic: Recent Events Confirm Need for Change](#)

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April 11, 2017

 [Elliott Releases Investor Presentation](#)

[VIEW](#)

March 24, 2017

 [Elliott Proxy Supplement](#)

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March 9, 2017

 [Elliott Proxy Statement](#)

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January 31, 2017

 [Elliott Views on Arconic](#)

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 April 24 Alternate Letter to Arconic Shareholders

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 April 24 Letter to Arconic Shareholders

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 New Arconic Is Ready To Rise

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 April 13 How Should You Vote?

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 April 10 Letter to Arconic Shareholders

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 April 5 Letter to Arconic Shareholders

[VIEW LETTER](#)

 The Secret August Voting Lock-Up Explained

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 April 5 Informational Insert

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 March 23 Letter to Arconic Employees


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 March 23 Letter to Shareholders

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 Arconic's 'We Alone Can Fix It' Message Falls Flat

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 March 23 Informational Brochure

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 Letter to Arconic Shareholders

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 Letter to Arconic Shareholders

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 Elliott Definitive Proxy Statement

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 New Arconic Infographic 1

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