

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

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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

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(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:

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

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(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):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Fee paid previously with preliminary materials:

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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.

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(1) Amount previously paid:

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

---

(3) Filing Party:

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(4) Date Filed:

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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 14, 2017, Elliott issued a presentation entitled "Investor Presentation – The New Arconic Plan" attached hereto as [Exhibit 1](#), which was also posted by Elliott to [www.NewArconic.com](http://www.NewArconic.com).

Item 2: On April 14, 2017, the following materials were posted by Elliott to [www.NewArconic.com](http://www.NewArconic.com):


The screenshot displays the New Arconic website interface. At the top, the "NEW ARCONIC" logo is visible in teal. Below it, the main heading reads "Empower Arconic Employees". A central image shows a presentation slide with a teal background, a white geometric logo, and the text "A New Arconic". A "Click to read" button is overlaid on the slide. Below the slide is an orange button labeled "DOWNLOAD PRESENTATION". Underneath that is the text "Add your email address to stay informed." followed by a form with an "Email" input field and a teal "SUBMIT" button. At the bottom of the page is a teal button labeled "CONTINUE TO NEWARCONIC.COM >". The footer contains the copyright notice: "© 2017 Elliott Management Corporation. All Rights Reserved."

Item 3: On April 14, 2017, Elliott issued the following advertisements:

LinkedIn:

**Elliott Management Corporation**  
2,209 followers  
18s

Are you an Arconic shareholder? A fellow shareholder believes that empowering employees, not management, is the best way to unlock shareholder value. Learn more about ways to protect your investment: <https://lnkd.in/d7VVRrg>




**A New Arconic**  
newarconic.com

Like Comment

Add a comment...

**Elliott Management Corporation**  
2,209 followers  
11s

The choice at Arconic: White proxy card is a white flag of surrender to an overpaid, underperforming CEO. BLUE proxy card is a vote to empower Arconic employees - the heart and soul of a proud company. The contrast is clear: <https://lnkd.in/d7VVRrg>



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newarconic.com

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Arconic shareholders have a choice: Send power back to the employees, or leave it in the grip of an overpaid, underperforming CEO. Take action: <https://lnkd.in/d7VVRrg>



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newarconic.com

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Arconic Shareholder Alert: CEO with worst performance in the S&P 500 gets \$128 million payday. Is that fair? There is a better future in store, and it starts by letting employees make more of the decisions. The choice is clear: <https://lnkd.in/d7VVRrg>



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newarconic.com

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Elliott Management Corporation

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Arconic Employees: Read the plan put forward by Arconic's largest shareholder. Think the key to better performance is freeing employees to make more decisions? Vote the BLUE proxy card: <https://lnkd.in/d7VVRrg>



A New Arconic  
[newarconic.com](http://newarconic.com)

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Elliott Management Corporation

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Arconic Employees have a choice to make: Send power back to the employees or keep it in the grip of distant executives on Park Avenue? Bring back accountability to YOUR company tomorrow by removing an overpaid, underperforming CEO today. Take action now: <https://lnkd.in/d7VVRrg>



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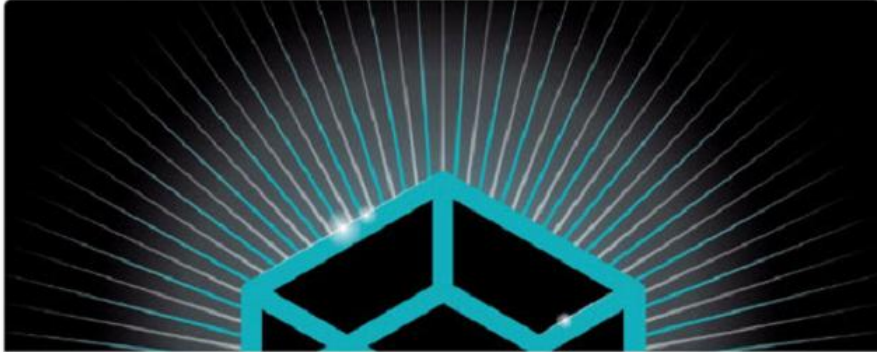


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The choice for \$ARNC shareholders:  
Entrench failed management OR empower  
employees? Get the facts:



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[newarconic.com](http://newarconic.com)



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\$ARNC proxy vote: White Card surrenders to  
mgmt. Blue Card empowers employees, the  
lifeblood of the firm. Vote Blue:



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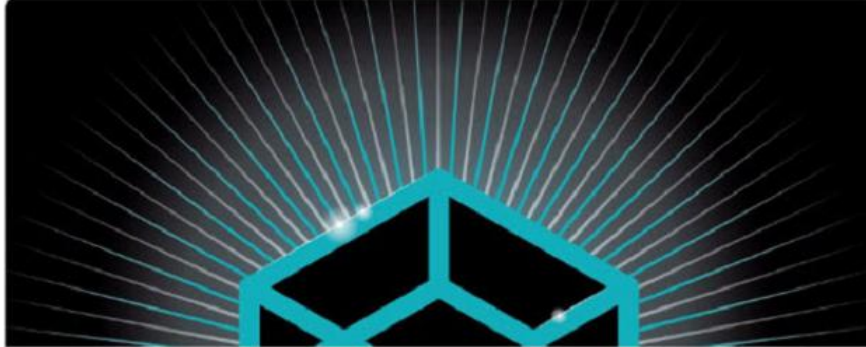


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Where should **\$ARNC** be based? Who should control its future? Employee empowerment is the path for long-term success.



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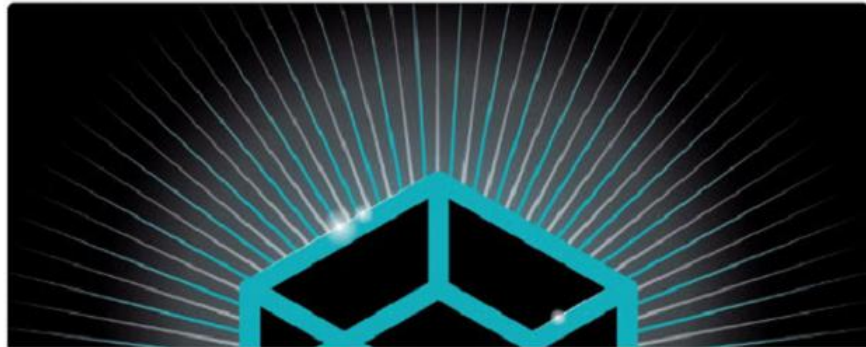


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Have a stake in **\$ARNC**'s future? A fellow shareholder thinks the path to value is employee empowerment. Learn more:



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[newarconic.com](http://newarconic.com)