#### Edgar Filing: Arconic Inc. - Form 4

Arconic Inc. Form 4	17									
March 17, 20	Λ	STATES					E COMMISSION		PPROVAL 3235-0287	
Washington, D.C. 205Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFI SECURITIESSection 16. Form 5 obligations 						FICIAL O	nge Act of 1934, of 1935 or Sectio	Expires: Estimated burden hou response	umber: pires: January 31, 2005 stimated average rden hours per	
1(b). (Print or Type R	esponses)									
1. Name and Address of Reporting Person <u>*</u> Mahoney Sean O			2. Issuer Name <b>and</b> Ticker or Trading Symbol Arconic Inc. [ARNC]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 390 PARK AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 03/15/2017			(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner below) Other (specify below)				
NEW YORK		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	e Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
	2. Transaction Date Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) or l of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	Perso infor requi	ons who re nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the for ntly valid OMB co	i are not rm	SEC 1474 (9-02)	

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

	Derivative Security				(A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	03/15/2017	J			1,545 (2)	(3)	(3)	Common Stock	1,545	\$ 27

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Mahoney Sean O 390 PARK AVENUE NEW YORK,, NY 10022	Х						

### Signatures

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

\*\*Signature of Reporting Person

03/17/2017 Date

## **Explanation of Responses:**

- \* 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).
- (1) Each phantom stock unit is the economic equivalent of one share of Arconic common stock.
- (2) Represents a partial reversal of a transaction on April 1, 2016, where an excess number of phantom stock units was acquired due to administrative errors in calculating applicable payment and crediting amounts.
- (3) Phantom stock units are acquired under the Issuer's Amended and Restated Deferred Fee Plan for Directors and are to be paid out in cash after Board service ends.
- (4) 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.

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, all phantom stock units held by

(5) Matters Agreement dated october 31, 2010, by and between the issuer and Actoa Corporation, an phantom stock units need 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 phantom stock units immediately prior to the Separation. The amount of securities reported on this Form 4 reflect the aforementioned adjustment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.