

Arconic Inc.
Form DEFA14A
March 22, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 14A
PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE
SECURITIES EXCHANGE ACT OF 1934

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)

(Name of Person(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:

March 21, 2017

Arconic Responds to Elliott Allegations

Colleagues,

Elliott Management, the activist hedge fund investor with which we are engaged in a proxy contest, yesterday made strong allegations regarding our August 2016 agreement with Oak Hill Capital, the firm from which we purchased Firth Rixson. The agreement included a voting commitment from Oak Hill that we have now waived.

These allegations are false. We want to assure you that we are fully committed to complying with our legal obligations as well as high ethical standards and principles of good governance.

We wanted you as employees of Arconic to understand and to be confident that we live our Arconic Values every day, in everything we do. Our leadership team, under the direction of our Board, is fully engaged and focused on overseeing the execution of our strategic plan and delivering the value we've committed to our shareholders. We ask that you continue doing the same. Stay focused, work safely, and deliver for our customers and our shareholders.

All the best,

Klaus