

ELLIOTT INTERNATIONAL, L.P.
Form 4
May 15, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
ELLIOTT INTERNATIONAL, L.P.

2. Issuer Name and Ticker or Trading Symbol
Arconic Inc. [ARNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
40 WEST 57TH STREET, 30TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
05/15/2018

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

(Street)
NEW YORK, NY 10019

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$1.00 par value ⁽¹⁾	05/15/2018		P		544,000	A	\$ 17.961
Common Stock, \$1.00 par value	05/15/2018		X/K		544,000	A	<u>(2)</u> 35,837,450
Common Stock, \$1.00 par value	05/15/2018		J/K		544,000	D	\$ 17.926 35,293,450

Edgar Filing: ELLIOTT INTERNATIONAL, L.P. - Form 4

ownership of the securities reported herein except to the extent of its pecuniary interest therein.

- The Reporting Persons settled a portion of certain notional principal amount derivative agreements (the "Derivative Agreements") in the form of cash settled swaps with strike prices ranging from \$18.5877 to \$21.1014 pursuant to their terms. The Derivative Agreements provide the Reporting Persons with economic results that are comparable to the economic results of ownership but do not provide it with
- (2) the power to vote or direct the voting or dispose of or direct the disposition of the shares that are referenced in the Derivative Agreements (such shares, the "Subject Shares"). The Reporting Persons disclaims beneficial ownership in the Subject Shares. The settlement of the Derivative Agreements and the reported purchase of the common stock in connection therewith are exempt from Section 16(b) of the Securities Exchange Act of 1934, as amended pursuant to Rule 16b-6(b) thereunder.

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.