

Arconic Inc.
Form 4
January 18, 2017

FORM 4

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

OMB APPROVAL

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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 *
KLEINFELD KLAUS

(Last) (First) (Middle)

390 PARK AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/13/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	01/13/2017		A		81,330	A \$ 0	830,274 ⁽¹⁾ ₍₂₎ D
Common Stock	01/13/2017		A		71,351	A \$ 0	901,625 ⁽¹⁾ ₍₂₎ D
Common Stock	01/13/2017		A		151,442	A \$ 0	1,053,067 ⁽¹⁾ ₍₂₎ D
Common Stock							2,722 ⁽³⁾ I by Company 401(k) plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (right to buy)	\$ 21.13	01/13/2017		A	287,540	⁽⁴⁾ 01/13/2027	Common Stock 287,540

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLEINFELD KLAUS 390 PARK AVENUE NEW YORK,, NY 10022	X		Chairman and CEO	

Signatures

/s/ Margaret Lam (Assistant Secretary) by power of attorney
01/18/2017

__Signature of Reporting Person 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) 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 (the "Employee Matters Agreement"), all equity awards held 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 original award. The amount of securities reported on this Form 4 reflect the aforementioned adjustment.
 - (2) The amount of securities reported herein have been adjusted to reflect (i) the Reverse Stock Split and (ii) the post-Separation treatment of Issuer stock fund units as contemplated by the Employee Matters Agreement.
 - (3)

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(4) The option vests in three equal annual installments beginning January 13, 2018.

(5) Employee stock options are granted without payment of consideration.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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8.25% (Base Rate + 5.00%/D)

4/3/2007

1,250

1,225

\$

0.98

Senior secured loan (\$3,024 par due 12/2012)

6.46% (Libor + 6.00%/M)

4/3/2007

3,024

2,963

Explanation of Responses:

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\$

0.98

(2)

Senior secured loan (\$14,113 par due 12/2012)

6.46% (Libor + 6.00%/M)

9/21/2007

14,113

13,830

\$

0.98

(2)

Senior secured loan (\$7,350 par due 12/2012)

Explanation of Responses:

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9.09% (Libor + 6.00%/S)

4/3/2007

7,350

7,203

\$

0.98

(3)

Common membership interest (26.27% interest)

9/21/2007

15,800

20,785

(5)

Explanation of Responses:

Preferred stock (800 shares)

200

200

\$

250.00

(5)

209,833

218,935

20.00

%

Restaurants and Food Services

Explanation of Responses:

ADF Capital, Inc. & ADF Restaurant Group, LLC

Restaurant owner and operator

Senior secured revolving loan (\$1,381 par due 11/2013)

5.75% (Base Rate + 2.50%/D)

11/27/2006

1,381

1,313

\$

0.95

Explanation of Responses:

8

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Senior secured revolving loan (\$2,005 par due 11/2013)

6.61% (Libor + 3.00% Cash,
0.50% PIK/S)

11/27/2006

2,005

1,905

\$

0.95

(4)

Senior secured loan (\$2 par due 11/2012)

12.00% (Base Rate + 7.5%/D)

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11/27/2006

2

2

\$

1.00

Senior secured loan (\$1 par due 11/2012)

12.00% (Base Rate + 7.5%/D)

11/27/2006

1

1

\$

1.00

(3)

Explanation of Responses:

10

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Senior secured loan (\$22,656 par due 11/2012)

11.61% (Libor + 7.50% Cash,
1.00% PIK/S)

11/27/2006

22,912

21,520

\$

0.94

(4)

Senior secured loan (\$992 par due 11/2012)

11.61% (Libor + 7.50% Cash,
1.00% PIK/S)

11/27/2006

992

942

\$

0.95

(2)(4)

Senior secured loan (\$11,081 par due 11/2012)

11.61% (Libor + 7.50% Cash,
1.00% PIK/S)

11/27/2006

11,075

10,529

\$

0.95

(3)(4)

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Promissory note (\$12,079 par due 11/2016)

10.00% PIK

6/1/2006

12,067

12,067

\$

1.00

(4)

Warrants to purchase 0.61 shares

6/1/2006

\$

(5)

Encanto Restaurants, Inc.(8)

Restaurant owner and operator

Junior secured loan (\$21,184 par due 8/2013)

Explanation of Responses:

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7.50% Cash,
3.50% PIK

8/16/2006

21,184

19,084

\$

0.90

(2)(4)

Junior secured loan (\$4,035 par due 8/2013)

7.50% Cash,
3.50% PIK

8/16/2006

4,035

3,635

\$

Explanation of Responses:

15

(3)(4)

OTG Management, Inc.

Airport restaurant operator

Junior secured loan (\$15,312 par due 6/2013)

18.00% (Libor + 11.00% Cash,
4.00% PIK/M)

Explanation of Responses:

6/19/2008

15,312

15,312

\$

1.00

(4)(15)

Warrants to purchase up to 9 shares of common stock

\$

(5)

Vistar Corporation and Wellspring Distribution Corp.

Food service distributor

Senior subordinated loan (\$48,625 par due 5/2015)

13.50%

5/23/2008

48,625

			46,680
\$			0.96
Senior subordinated loan (\$25,000 par due 5/2015)			
	13.50%		
		5/23/2008	
			25,000
			24,000
\$			0.96
(2)			

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Class A non-voting common stock (1,366,120 shares)

5/23/2008

7,500

3,500

\$

2.56

(5)

172,091

160,490

Explanation of Responses:

20

%

Beverage, Food and Tobacco

3091779 Nova Scotia Inc.(8)

Baked goods manufacturer

Junior secured loan (Cdn\$14,058 par due 11/2012)

11.50% Cash,
1.50% PIK

11/2/2007

14,904

10,961

\$

0.74

(4)(12)

Warrants to purchase 57,545 shares

\$

(5)

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Apple & Eve, LLC and US Juice Partners, LLC(6)

Juice manufacturer

Senior secured revolving loan (\$8,000 par due 10/2013)

7.90% (Libor + 6.00%/M)

10/5/2007

8,000

6,400

\$

0.80

Senior secured loan (\$10,637 par due 10/2013)

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6.47% (Libor + 6.00%/M)

10/5/2007

10,637

8,509

\$

0.80

Senior secured loan (\$19,976 par due 10/2013)

6.47% (Libor + 6.00%/M)

10/5/2007

19,976

15,981

\$

0.80

(2)

Explanation of Responses:

25

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Senior secured loan (\$10,805 par due 10/2013)

6.47% (Libor + 6.00%/M)

10/5/2007

10,805

8,644

\$

0.80

(3)

Senior units (50,000 units)

10/5/2007

5,000

2,500

\$

50.00

(5)

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Table of Contents

Company(1)	Industry	Investment	Interest(10)	Initial Acquisition Date	Amortized Cost	Fair Value	Fair Value Per Unit	Percentage of Net Assets
Best Brands Corporation	Baked goods manufacturer	Senior secured loan (\$10,971 par due 12/2012)	10.43% (Libor + 4.50% Cash, 4.50% PIK/M)	2/15/2008	9,501	9,326	\$ 0.86(4)	
		Junior secured loan (\$4,319 par due 6/2013)	10.00% Cash, 8.00% PIK	12/14/2006	4,307	3,883	\$ 0.90(4)	
		Junior secured loan (\$26,400 par due 6/2013)	10.00% Cash, 8.00% PIK	12/14/2006	26,308	23,729	\$ 0.90(2)(4)	
		Junior secured loan (\$12,201 par due 6/2013)	10.00% Cash, 8.00% PIK	12/14/2006	12,164	10,969	\$ 0.90(3)(4)	
Bumble Bee Foods, LLC and BB Co-Invest LP	Canned seafood manufacturer	Senior subordinated loan (\$40,706 par due 11/2018)	16.25% (12.00% Cash, 4.25% Optional PIK)	11/18/2008	40,706	40,706	\$ 1.00(4)	
		Common stock (4,000 shares)		11/18/2008	4,000	4,000	\$ 1,000.00(5)	
Charter Baking Company, Inc.	Baked goods manufacturer	Senior subordinated note (\$5,547 par due 2/2013)	12.00% PIK	2/6/2008	5,547	5,547	\$ 1.00(2)(4)	
		Preferred stock (6,258 shares)		9/1/2006	2,500	2,500	\$ 399.49(5)	
						174,355	153,655	14.03%
Services Other								
American Residential Services, LLC	Plumbing, heating and air-conditioning services	Junior secured loan (\$20,201 par due 4/2015)	10.00% Cash, 2.00% PIK	4/17/2007	20,201	18,180	\$ 0.90(2)(4)	
Diversified Collection Services, Inc.	Collections services	Senior secured loan (\$11,809 par due 8/2011)	8.50% (Libor + 5.75%/M)	2/2/2005	9,715	11,219	\$ 0.95	
		Senior secured loan (\$4,203 par due 8/2011)	8.50% (Libor + 5.75%/M)	2/2/2005	4,209	3,993	\$ 0.95(3)	
		Senior secured loan (\$1,837 par due 2/2011)	11.25% (Libor + 8.50%/M)	2/2/2005	1,837	1,653	\$ 0.90(2)	
		Senior secured loan (\$7,125 par due 8/2011)	11.25% (Libor + 8.50%/M)	2/2/2005	7,125	6,412	\$ 0.90(3)	
		Preferred stock (14,927 shares)		5/18/2006	169	109	\$ 7.30(5)	
		Common stock (114,004 shares)		2/2/2005	295	414	\$ 3.63(5)	
GCA Services Group, Inc.	Custodial services	Senior secured loan (\$25,000 par due 12/2011)	12.00%	12/15/2006	25,000	25,000	\$ 1.00(2)	
		Senior secured loan (\$2,965 par due 12/2011)	12.00%	12/15/2006	2,965	2,965	\$ 1.00	
		Senior secured loan (\$11,186 par due 12/2011)	12.00%	12/15/2006	11,186	11,186	\$ 1.00(3)	

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Growing Family, Inc. and GFH Holdings, LLC	Photography services	Senior secured revolving loan (\$1,513 par due 8/2011)	11.34% (Libor + 3.00% Cash, 4.00% PIK/Q)	3/16/2007	1,513	756 \$	0.50(4)
		Senior secured loan (\$11,188 par due 8/2011)	13.84% (Libor + 3.50% Cash, 6.00% PIK/Q)	3/16/2007	11,188	5,594 \$	0.50(4)
		Senior secured loan (\$372 par due 8/2011)	5.25% (Libor + 3.50% Cash, 6.00% PIK/Q)	3/16/2007	372	186 \$	0.50
		Senior secured loan (\$3,575 par due 8/2011)	16.34% (Libor + 6.00% Cash, 6.00% PIK/Q)	3/16/2007	3,575	1,788 \$	0.50(4)
		Senior secured loan (\$147 par due 8/2011)	15.50% (Libor + 6.00% Cash, 6.00% PIK/Q)	3/16/2007	147	74 \$	0.50(4)
		Common stock (552,430 shares)		3/16/2007	872	\$	(5)
NPA Acquisition, LLC	Powersport vehicle auction operator	Junior secured loan (\$12,000 par due 2/2013)	8.58% (Libor + 6.75%/M)	8/23/2006	12,000	12,000 \$	1.00(3)
		Common units (1,709 shares)		8/23/2006	1,000	2,300 \$	1,345.82(5)
Web Services Company, LLC	Laundry service and equipment provider	Senior subordinated loan (\$17,764 par due 8/2016)	11.50% Cash, 2.50% PIK	8/29/2008	17,764	17,231 \$	0.97(4)
		Senior subordinated loan (\$25,160 par due 8/2016)	11.50% Cash, 2.50% PIK	8/29/2008	25,160	24,330 \$	0.97(2)(4)
					156,293	145,390	13.28%
Financial							
Carador PLC(6)(8)(9)	Investment company	Ordinary shares (7,110,525 shares)		12/15/2006	9,033	4,266 \$	0.60(5)

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Table of Contents

Company(1)	Industry	Investment	Interest(10)	Initial Acquisition Date	Amortized Cost	Fair Value	Fair Value Per Unit	Percentage of Net Assets
CIC Flex, LP(9)	Investment partnership	Limited partnership units (1 unit)		9/7/2007	28	28 \$	28,000.00(5)	
Covestia Capital Partners, LP(9)	Investment partnership	Limited partnership interest (47% interest)		6/17/2008	1,059	1,059	(5)	
Firstlight Financial Corporation(6)(9)	Investment company	Senior subordinated loan (\$69,910 par due 12/2016)	10.00% PIK	12/31/2006	69,910	62,919 \$	0.90(4)	
		Common stock (10,000 shares)		12/31/2006	10,000	0 \$	(5)	
		Common stock (30,000 shares)		12/31/2006	30,000	0 \$	(5)	
Ivy Hill Middle Market Credit Fund, Ltd. (7)(8)(9)	Investment company	Class B deferrable interest notes (\$40,000 par due 11/2018)	8.15% (Libor + 6.00%/Q)	11/20/2007	40,000	36,000 \$	0.90	
		Subordinated notes (\$16,000 par due 11/2018)		11/20/2007	16,000	14,400 \$	0.90(5)	
Imperial Capital Group, LLC and Imperial Capital Private Opportunities, LP(6)(9)	Investment banking services	Limited partnership interest (80% interest)		5/10/2007	584	584 \$	1.00(5)	
		Common units (7,710 units)		5/10/2007	14,997	14,997 \$	1,945.14(5)	
		Common units (2,526 units)		5/10/2007	3	3 \$	1.19(5)	
		Common units (315 units)		5/10/2007		\$	(5)	
Partnership Capital Growth Fund I, LP(9)	Investment partnership	Limited partnership interest (25% interest)		6/16/2006	2,384	2,384	(5)	
Trivergance Capital Partners, LP(9)	Investment partnership	Limited partnership interest (100% interest)		6/5/2008	723	723	(5)	
VSC Investors LLC(9)	Investment company	Membership interest (4.63% interest)		1/24/2008	302	302	(5)	
					195,023	137,665		12.57%
Business Services								
Booz Allen Hamilton, Inc.	Strategy and technology consulting services	Senior secured loan (\$748 par due 7/2015)	7.50% (Libor + 4.50%/S)	7/31/2008	733	658 \$	0.88(3)	
		Senior subordinated loan (\$22,400 par due 7/2016)	11.00% Cash, 2.00% PIK	7/31/2008	22,177	19,040 \$	0.85(2)(4)	
Investor Group Services, LLC(6)	Financial services	Senior secured revolving loan (\$750 par due 6/2011)	6.97% (Libor + 5.50%/Q)	6/22/2006	750	750 \$	1.00	
		Limited liability company membership interest (10.00% interest)		6/22/2006		500 \$	5,000.00(5)	

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Pillar Holdings LLC and PHL Holding Co.(6)	Mortgage services	Senior secured revolving loan (\$375 par due 11/2013)	7.53% (Libor + 5.50%/B)	11/20/2007	375	375 \$	1.00
		Senior secured revolving loan (\$938 par due 11/2013)	7.53% (Libor + 5.50%/B)	11/20/2007	938	938 \$	1.00
		Senior secured loan (\$7,375 par due 5/2014)	14.50%	7/31/2008	7,375	7,375 \$	1.00
		Senior secured loan (\$18,709 par due 11/2013)	7.53% (Libor + 5.50%/B)	11/20/2007	18,709	18,709 \$	1.00(2)
		Senior secured loan (\$11,678 par due 11/2013)	7.53% (Libor + 5.50%/B)	11/20/2007	11,678	11,678 \$	1.00(3)
		Common stock (85 shares)		11/20/2007	3,768	5,267 \$	61,964.71(5)
Primis Marketing Group, Inc. and Primis Holdings, LLC(6)	Database marketing services	Senior subordinated note (\$10,222 par due 2/2013)	11.00% Cash, 2.50% PIK	8/24/2006	10,222	1,022 \$	0.10(4)(14)
		Preferred units (4,000 units)		8/24/2006	3,600	\$	(5)
		Common units (4,000,000 units)		8/24/2006	400	\$	(5)
Prommis Solutions, LLC, E-Default Services, LLC, Statewide Tax and Title Services, LLC & Statewide Publishing Services, LLC (formerly known as MR Processing Holding Corp.)	Bankruptcy and foreclosure processing services	Senior subordinated note (\$26,007 par due 2/2014)	11.50% Cash, 2.00% PIK	2/8/2007	26,007	24,713 \$	0.95(4)
		Senior subordinated note (\$26,109 par due 2/2014)	11.50% Cash, 2.00% PIK	2/8/2007	26,109	24,810 \$	0.95(2)(4)

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Table of Contents

Company(1)	Industry	Investment	Interest(10)	Initial Acquisition Date	Amortized Cost	Fair Value	Fair Value Per Unit	Percentage of Net Assets
		Preferred stock (30,000 shares)		4/11/2006	3,000	4,000 \$	133.33(5)	
R2 Acquisition Corp.	Marketing services	Common stock (250,000 shares)		5/29/2007	250	250 \$	1.00(5)	
Summit Business Media, LLC	Business media consulting services	Junior secured loan (\$10,000 par due 11/2013)	9.47% (Libor + 7.00%/M)	8/3/2007	10,000	6,000 \$	0.60(3)	
VSS-Tranzact Holdings, LLC(6)	Management consulting services	Common membership interest (8.51% interest)		10/26/2007	10,000	6,000	(5)	