

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 24pt; font-weight: bold;">2017</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>	
A	This return/report is for: <div style="display: flex; justify-content: space-between;"> <div> ☐ a multiemployer plan </div> <div> ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) </div> </div>
	☒ a single-employer plan <div style="margin-left: 100px;">☐ a DFE (specify) _____</div>
B	This return/report is: <div style="display: flex; justify-content: space-between;"> <div> ☐ the first return/report ☐ an amended return/report </div> <div> ☐ the final return/report ☐ a short plan year return/report (less than 12 months) </div> </div>
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: <div style="display: flex; justify-content: space-between;"> <div> ☒ Form 5558 ☐ special extension (enter description) </div> <div> ☐ automatic extension </div> <div> ☐ the DFVC program </div> </div>

Part II	Basic Plan Information—enter all requested information						
1a	Name of plan <u>PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM COMPANY</u>						
	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">1b</td> <td>Three-digit plan number (PN) ▶ <u>004</u></td> </tr> <tr> <td>1c</td> <td>Effective date of plan <u>04/01/1964</u></td> </tr> </table>	1b	Three-digit plan number (PN) ▶ <u>004</u>	1c	Effective date of plan <u>04/01/1964</u>		
1b	Three-digit plan number (PN) ▶ <u>004</u>						
1c	Effective date of plan <u>04/01/1964</u>						
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>RMI TITANIUM CO., LLC</u> <u>C/O ARCONIC INC.</u> <u>201 ISABELLA STREET</u> <u>PITTSBURGH, PA 15212-5858</u>						
	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">2b</td> <td>Employer Identification Number (EIN) <u>31-0875005</u></td> </tr> <tr> <td>2c</td> <td>Plan Sponsor's telephone number <u>412-553-4545</u></td> </tr> <tr> <td>2d</td> <td>Business code (see instructions) <u>551112</u></td> </tr> </table>	2b	Employer Identification Number (EIN) <u>31-0875005</u>	2c	Plan Sponsor's telephone number <u>412-553-4545</u>	2d	Business code (see instructions) <u>551112</u>
2b	Employer Identification Number (EIN) <u>31-0875005</u>						
2c	Plan Sponsor's telephone number <u>412-553-4545</u>						
2d	Business code (see instructions) <u>551112</u>						

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2018	SCOTT ZAHORCHAK, VP
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2018	SCOTT ZAHORCHAK, VP
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number <div style="background-color: #cccccc; height: 40px; width: 100%;"></div>
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name RTI INTERNATIONAL METALS, INC. c Plan Name PENSION PLAN FOR ELIGIBLE SALARIED EMPLOYEES OF RMI TITANIUM COMPANY	4b EIN 52-2115953 4d PN 004
5 Total number of participants at the beginning of the plan year	5 1025
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	<div style="background-color: #cccccc; height: 20px; width: 100%;"></div> 6a(1) 105 6a(2) 77 6b 605 6c 222 6d 904 6e 95 6f 999 6g 6h 0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 3H b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ **A** (Insurance Information)
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2017 Form M-1 annual report. If the plan was not required to file the 2017 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ Round off amounts to nearest dollar.
▶ Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM COMPANY	B Three-digit plan number (PN) ▶ 004
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF RMI TITANIUM CO., LLC	D Employer Identification Number (EIN) 31-0875005

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2017			
2 Assets:			
a Market value	2a	82524159	
b Actuarial value	2b	82618252	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	684	54192129	54192129
b For terminated vested participants	236	9266755	9266755
c For active participants	105	11499613	12303061
d Total	1025	74958497	75761945
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	5.80 %	
6 Target normal cost	6	1366964	

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		
Signature of actuary	10/01/2018	Date
PATRICK A. GRAHAM	17-08256	Most recent enrollment number
Type or print name of actuary	412-281-2506	Telephone number (including area code)
BUCK GLOBAL, LLC		
Firm name		
11 STANWIX STREET, SUITE 700 PITTSBURGH, PA 15222-1312		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	46128	10330037
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	46128	1347752
9 Amount remaining (line 7 minus line 8)	0	8982285
10 Interest on line 9 using prior year's actual return of 7.70 %	0	691636
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of 5.99 %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	9673921

Part III Funding Percentages

14 Funding target attainment percentage	14	96.28%
15 Adjusted funding target attainment percentage	15	109.04%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	98.55%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
01/13/2017	0		10/13/2017	0	
01/13/2017	0		09/15/2017	0	
04/14/2017	0				
04/14/2017	0				
07/14/2017	0				
07/14/2017	0				
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions)	☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	1366964	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	2817614		484284
b Waiver amortization installment	0		0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	1851248	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	1851248	1851248
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury Internal Revenue Service</div> <div>Department of Labor Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2017
		This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM COMPANY	B Three-digit plan number (PN) ▶	004
C Plan sponsor's name as shown on line 2a of Form 5500 RMI TITANIUM CO., LLC	D Employer Identification Number (EIN) 31-0875005	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. ☐ Yes ☒ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

US STEEL & CARNEGIE PENSION FUND

25-0851750

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	TRUSTEE	209634	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
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(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	SCHROEDEL, SCULLIN & BESTIC, LLC	b EIN:	34-1903609
c Position:	ACCOUNTANT		
d Address:	196 BROAD STREET CANFIELD, OH 44406	e Telephone:	330-533-1131

Explanation: TRANSITION TO PARENT COMPANY BENEFIT PLANS AUDITORS

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

a Name:		b EIN:	
c Position:			
d Address:		e Telephone:	

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2017</div> This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017	and ending 12/31/2017
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A Name of plan PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM COMPANY	B Three-digit plan number (PN) ►	004
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C Plan or DFE sponsor's name as shown on line 2a of Form 5500 RMI TITANIUM CO., LLC	D Employer Identification Number (EIN) 31-0875005
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Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: RMI DB PLAN MASTER TRUST

b Name of sponsor of entity listed in (a): RTI INTERNATIONAL METALS, INC.
--

c EIN-PN 52-2115953-005	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
--	--	---

a Name of MTIA, CCT, PSA, or 103-12 IE: ARCONIC RETIREMENT PLANS MASTER TRU
--

b Name of sponsor of entity listed in (a): ARCONIC INC.
--

c EIN-PN 25-0317820-038	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 78616995
--	--	--

a Name of MTIA, CCT, PSA, or 103-12 IE: RMI RETIREMENT PLANS TRUST

b Name of sponsor of entity listed in (a): RMI TITANIUM CO., LLC

c EIN-PN 31-0875005-106	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 6184270
--	--	---

a Name of MTIA, CCT, PSA, or 103-12 IE:
--

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:
--

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:
--

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:
--

b Name of sponsor of entity listed in (a):

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM COMPANY</u>	B Three-digit plan number (PN) ►	<u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>RMI TITANIUM CO., LLC</u>	D Employer Identification Number (EIN) <u>31-0875005</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1	Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)	1029874	0
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)	8030322	0
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)	2139743	0
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts.....	1c(9)	0	0
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)	2235767	84801265
	(12) Value of interest in 103-12 investment entities	1c(12)	68849303	0
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)	948533	0

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(1)	Employer securities	1d(1)	
(2)	Employer real property	1d(2)	
e	Buildings and other property used in plan operation	1e	
f	Total assets (add all amounts in lines 1a through 1e)	1f	83233542 84801265
Liabilities			
g	Benefit claims payable	1g	
h	Operating payables	1h	84552 11185
i	Acquisition indebtedness	1i	
j	Other liabilities	1j	130580
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	215132 11185
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	83018410 84790080

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

		(a) Amount	(b) Total
Income			
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	
	(B) Participants	2a(1)(B)	
	(C) Others (including rollovers)	2a(1)(C)	
(2)	Noncash contributions	2a(2)	
(3)	Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)	0
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	
	(B) U.S. Government securities	2b(1)(B)	
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans	2b(1)(E)	
	(F) Other	2b(1)(F)	
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	0
(2)	Dividends: (A) Preferred stock	2b(2)(A)	
	(B) Common stock	2b(2)(B)	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	
	(B) Other	2b(5)(B)	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		4114896
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income	2c		4260129
d Total income. Add all income amounts in column (b) and enter total.....	2d		8375025

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	6173387	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		6173387
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	122705	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	307263	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		429968
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		6603355

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		1771670
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS

(2) EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		25000000
4e	X		25000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X		
4j	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
4m		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4093213. (See instructions.)

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2017</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM COMPANY		B Three-digit plan number (PN) ▶ 004
C Plan sponsor's name as shown on line 2a of Form 5500 RMI TITANIUM CO., LLC		D Employer Identification Number (EIN) 31-0875005
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions		1 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 25-1926855		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year		3 6
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☒ No ☐ N/A If the plan is a defined benefit plan, go to line 8.		
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month Day Year If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.		
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)		6a
b Enter the amount contributed by the employer to the plan for this plan year		6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)		6c
If you completed line 6c, skip lines 8 and 9.		
7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A		
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☒ N/A		
Part III	Amendments	
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ☐ Increase ☐ Decrease ☐ Both ☒ No		
Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.	
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No		
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No		
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No		
For Paperwork Reduction Act Notice, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2017 v. 170203		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: 29% Investment-Grade Debt: 38% High-Yield Debt: 5% Real Estate: 4% Other: 24%

- b** Provide the average duration of the combined investment-grade and high-yield debt:

☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☒ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

- c** What duration measure was used to calculate line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Financial Statements

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Note: Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted as they are not applicable.



Report of Independent Auditors

To the Administrator of
Arconic Retirement Plan I,
Arconic Retirement Plan II,
Howmet Corporation Muskegon County Operations Hourly Employees' Pension Plan,
Howmet Corporation Pension Plan, and
Huck International Inc., Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Arconic Retirement Plan I, Arconic Retirement Plan II, Howmet Corporation Muskegon County Operations Hourly Employees' Pension Plan, Howmet Corporation Pension Plan, and the Huck International Inc., Retirement Plan (collectively the "Plans"), which comprise the statements of individual plan net assets available for benefits as of December 31, 2017 and 2016, and the related statements of changes in individual plan net assets available for benefits for the year ended December 31, 2017 and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by Bank of New York Mellon, the trustee of the Plans, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plans' investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2017 and 2016 and for the year ended December 31, 2017, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the financial statements.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Pittsburgh, Pennsylvania
October 5, 2018



Report of Independent Auditors

To the Administrator of
Pension Plan of RMI Titanium Company and
Pension Plan for Eligible Salaried Employees of RMI Titanium Company

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Pension Plan of RMI Titanium Company and the Pension Plan for Eligible Salaried Employees of RMI Titanium Company (collectively the "Plans"), which comprise the statements of individual plan net assets available for benefits as of December 31, 2017, and the related statements of changes in individual plan net assets available for benefits for the year ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility for the 2017 Financial Statements

Our responsibility is to express an opinion on the 2017 financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2017 financial statements.

Basis for Disclaimer of Opinion on the 2017 Financial Statements

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 8, which was certified by Bank of New York Mellon, the trustee of the Plans, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plans' investment assets and executes investment transactions as of December 31, 2017 and for the period from April 1, 2017 to December 31, 2017. The plan administrator has obtained certifications from the trustee as of December 31, 2017 and for the period from April 1, 2017 to December 31, 2017, that the information provided to the plan administrator by the trustee is complete and accurate.



Disclaimer of Opinion on the 2017 Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2017 financial statements. Accordingly, we do not express an opinion on the 2017 financial statements.

Emphasis of Matter

As discussed in Note 6 to the financial statements, the Plans changed the manner in which they present their benefit information in 2017. Our disclaimer of opinion is not modified with respect to this matter.

Other Matters

2016 Financial Statements

The financial statements of the Plans as of December 31, 2016 and for the year then ended were audited by other auditors whose report, dated September 29, 2017, expressed an unmodified opinion on those statements.

Supplementary Information

The supplemental schedules of Schedule H, Part IV, Line 4j – Schedule of Reportable Transactions of the Pension Plan of RMI Titanium Company and the Pension Plan for Eligible Salaried Employees of RMI Titanium Company for the year ended December 31, 2017 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with DOL Rules and Regulations 2017

The form and content of the information included in the 2017 financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

PricewaterhouseCoopers LLP

Pittsburgh, Pennsylvania
October 5, 2018

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies
Statements of Individual Plan Net Assets Available for Benefits
December 31, 2017

	Arconic Salary Plan	Arconic Hourly Plan	Huck Plan	Muskegon Plan	Howmet Plan	RMI Salaried Plan	RMI Hourly Plan
Assets							
Investments:							
Plans' interest in Arconic Retirement Plans							
Master Trust at fair value (Note 3)	\$ 1,845,403,365	\$ 1,356,340,225	\$ 15,722,028	\$ 73,356,994	\$ 96,650,339	\$ 78,616,995	\$ 71,877,295
Plans' interest in RMI Retirement Plans							
Master Trust at fair value (Note 3)	-	-	-	-	-	6,184,270	5,572,206
Total investments	<u>1,845,403,365</u>	<u>1,356,340,225</u>	<u>15,722,028</u>	<u>73,356,994</u>	<u>96,650,339</u>	<u>84,801,265</u>	<u>77,449,501</u>
Receivables:							
Employer contributions receivable	<u>103,367,792</u>	<u>21,578,566</u>	<u>-</u>	<u>6,326,000</u>	<u>3,512,655</u>	<u>-</u>	<u>-</u>
Total assets	<u>1,948,771,157</u>	<u>1,377,918,791</u>	<u>15,722,028</u>	<u>79,682,994</u>	<u>100,162,994</u>	<u>84,801,265</u>	<u>77,449,501</u>
Liabilities							
Administrative expenses payable	<u>127,465</u>	<u>158,659</u>	<u>13,368</u>	<u>19,461</u>	<u>34,902</u>	<u>11,185</u>	<u>11,368</u>
Total liabilities	<u>127,465</u>	<u>158,659</u>	<u>13,368</u>	<u>19,461</u>	<u>34,902</u>	<u>11,185</u>	<u>11,368</u>
Net assets available for benefits	<u>\$ 1,948,643,692</u>	<u>\$ 1,377,760,132</u>	<u>\$ 15,708,660</u>	<u>\$ 79,663,533</u>	<u>\$ 100,128,092</u>	<u>\$ 84,790,080</u>	<u>\$ 77,438,133</u>

The accompanying notes are an integral part of these financial statements.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies
Statements of Individual Plan Net Assets Available for Benefits
December 31, 2016

	Arconic Salary Plan	Arconic Hourly Plan	Huck Plan	Muskegon Plan	Howmet Plan	RMI Salaried Plan	RMI Hourly Plan
Assets							
Investments:							
Plans' interest in Arconic Retirement Plans							
Master Trust at fair value (Note 3)	\$ 1,781,524,506	\$ 1,369,201,414	\$ 16,223,720	\$ 74,710,662	\$ 96,242,017	\$ -	\$ -
Plans' interest in RMI DB Plan							
Master Trust at fair value (Note 3)	-	-	-	-	-	2,235,767	2,044,688
Private equity funds	-	-	-	-	-	8,030,322	7,344,010
Real estate funds	-	-	-	-	-	2,139,743	1,956,870
Other investments - Timberlands	-	-	-	-	-	948,533	867,467
Investment in 103-12 investment entities	-	-	-	-	-	68,849,303	62,965,108
Total investments	<u>1,781,524,506</u>	<u>1,369,201,414</u>	<u>16,223,720</u>	<u>74,710,662</u>	<u>96,242,017</u>	<u>82,203,668</u>	<u>75,178,143</u>
Receivables:							
Employer contributions	93,339,448	34,478,178	-	2,647,826	5,888,000	-	-
Amount due from Alcoa USA Corporation Defined Benefit Plans (Note 1)	-	14,342,594	-	-	-	-	-
Interest, dividends and other	-	-	-	-	-	12,155	11,116
Due from broker for securities sold	-	-	-	-	-	525,382	480,481
Total receivables	<u>93,339,448</u>	<u>48,820,772</u>	<u>-</u>	<u>2,647,826</u>	<u>5,888,000</u>	<u>537,537</u>	<u>491,597</u>
Prepaid benefit payments	-	-	-	-	-	492,337	357,879
Total assets	<u>1,874,863,954</u>	<u>1,418,022,186</u>	<u>16,223,720</u>	<u>77,358,488</u>	<u>102,130,017</u>	<u>83,233,542</u>	<u>76,027,619</u>
Liabilities							
Administrative expenses payable	229,165	271,881	8,134	18,094	38,072	84,552	77,333
Due to broker for securities purchased	-	-	-	-	-	130,580	119,420
Amount due to Alcoa USA Corporation Defined Benefit Plans (Note 1)	<u>10,360,191</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total liabilities	<u>10,589,356</u>	<u>271,881</u>	<u>8,134</u>	<u>18,094</u>	<u>38,072</u>	<u>215,132</u>	<u>196,753</u>
Net assets available for benefits	<u>\$ 1,864,274,598</u>	<u>\$ 1,417,750,305</u>	<u>\$ 16,215,586</u>	<u>\$ 77,340,394</u>	<u>\$ 102,091,945</u>	<u>\$ 83,018,410</u>	<u>\$ 75,830,866</u>

The accompanying notes are an integral part of these financial statements.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies
Statements of Changes in Individual Plan Net Assets Available for Benefits
Year Ended December 31, 2017

	Arconic Salary Plan	Arconic Hourly Plan	Huck Plan	Muskegon Plan	Howmet Plan	RMI Salaried Plan	RMI Hourly Plan
Additions							
Employer contributions	\$ 200,388,290	\$ 66,755,650	\$ -	\$ 10,881,944	\$ 7,501,620	\$ -	\$ -
Plans' interest in Arconic Retirement Plans							
Master Trust investment income	68,136,599	51,044,718	521,144	2,450,005	3,155,371	4,018,164	3,650,113
Plans' interest in RMI Retirement Plans							
Master Trust investment income	-	-	-	-	-	122,159	110,969
Plans' interest in RMI DB Plan							
Master Trust investment income	-	-	-	-	-	96,732	59,734
Net appreciation in fair value of investments	-	-	-	-	-	4,137,970	2,555,314
Total additions	<u>268,524,889</u>	<u>117,800,368</u>	<u>521,144</u>	<u>13,331,949</u>	<u>10,656,991</u>	<u>8,375,025</u>	<u>6,376,130</u>
Deductions							
Benefit payments	171,500,335	142,411,427	883,812	10,119,591	10,335,215	6,173,387	4,441,072
PBGC premiums	11,189,084	13,887,614	50,922	728,398	2,000,191	307,263	222,004
Administrative expenses	1,466,376	1,491,500	93,336	160,821	285,438	122,705	105,787
Total deductions	<u>184,155,795</u>	<u>157,790,541</u>	<u>1,028,070</u>	<u>11,008,810</u>	<u>12,620,844</u>	<u>6,603,355</u>	<u>4,768,863</u>
Net increase (decrease)	84,369,094	(39,990,173)	(506,926)	2,323,139	(1,963,853)	1,771,670	1,607,267
Net assets available for benefits							
Beginning of the year	1,864,274,598	1,417,750,305	16,215,586	77,340,394	102,091,945	83,018,410	75,830,866
End of year	<u>\$ 1,948,643,692</u>	<u>\$ 1,377,760,132</u>	<u>\$ 15,708,660</u>	<u>\$ 79,663,533</u>	<u>\$ 100,128,092</u>	<u>\$ 84,790,080</u>	<u>\$ 77,438,133</u>

The accompanying notes are an integral part of these financial statements.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Notes to Financial Statements

December 31, 2017 and 2016

1. Description of Plans

The following description of each Plan's provisions provides only general information. Participants should refer to each Plan document for a more complete description of each Plan's provisions.

General

The Arconic Inc. (formerly Alcoa Inc.) and Subsidiary Companies ("Arconic" or the "Company") Arconic Retirement Plan I (Arconic Salary Plan), Arconic Retirement Plan II (Arconic Hourly Plan), Huck International, Inc. Retirement Plan (Huck Plan), Howmet Corporation Muskegon County Operations Hourly Employees' Pension Plan (Muskegon Plan) and the Howmet Corporation Pension Plan (Howmet Plan) (each referred to as the "Plan") are non-contributory defined benefit plans that cover eligible United States employees and participate in the Arconic Retirement Plans Master Trust ("Arconic Master Trust") at December 31, 2017 and 2016.

The investments of the Plans are maintained under one trust pursuant to the "Arconic Master Trust Agreement" with the trustee, The Bank of New York Mellon ("trustee").

On July 23, 2015 (the "acquisition date"), Arconic Inc., (known as Alcoa Inc. at the time) completed the acquisition of RTI International Metals, Inc. (RTI) and RTI continued as the plan sponsor of the Pension Plan of RMI Titanium Company (RTI Hourly Plan) and the Pension Plan for Eligible Salaried Employees of the RMI Titanium Company (RTI Salaried Plan) (collectively referred to as the "Acquired Plans"). The Acquired Plans are noncontributory defined benefit plans. As of December 31, 2016, RTI maintained a common pension trust ("RMI Retirement Plan Trust") which covered both the RTI Hourly Plan and RTI Salaried Plan. Within the RMI Retirement Plan Trust existed a master trust ("RMI DB Plan Master Trust"). As of December 31, 2016, the United States Steel and Carnegie Pension Fund (UCF) served as trustee of the Acquired Plans.

In April 2017, UCF liquidated all assets from the RMI DB Plan Master Trust and the majority of the assets from the RMI Retirement Plan Trust and transferred \$152,009,075 of cash to Bank of New York Mellon to be invested in the Arconic Master Trust. The RMI DB Plan Master Trust then ceased to exist. From January 1, 2017 to September 30, 2017 the remaining assets of the Acquired Plans were held in the RMI Retirement Plan Trust. In October 2017, the assets of the RMI Retirement Plans' Trust, \$9,758,265 of investments and \$1,234,874 of cash, were transferred to Bank of New York Mellon and held in the RMI Retirement Plans Master Trust, which was established in September 2017.

All fiduciary responsibility for the Plans is maintained by the Arconic Benefits Management Committee and Arconic Benefits Investment Committee. The Plans are subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plans provide, in general, for monthly pensions upon retirement at or after age 65, or earlier upon disability, incapacity, special circumstances or with certain minimum age and service requirements. Pension benefits generally depend upon length of service, job grade or remuneration, and certain social security and other benefits.

Separation of Alcoa Inc.

On September 29, 2016, the Alcoa Board of Directors approved the separation of Alcoa Inc. into two independent publicly traded companies. On November 1, 2016, the separation transaction was completed and became effective. Alcoa Inc. was renamed Arconic Inc., and the company spun off was named Alcoa Corporation.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Notes to Financial Statements

December 31, 2017 and 2016

In anticipation of the separation of Alcoa Inc., Alcoa USA Corp., a subsidiary of newly formed Alcoa Corporation both before and after the separation, established the Pension Plan for Certain Salaried Employees of Alcoa USA Corp. ("Alcoa Corp. Salary Plan") and the Pension Plan for Certain Hourly Employees of Alcoa USA Corp. ("Alcoa Corp. Hourly Plan") (collectively, the "Alcoa Corp. Plans"). The Alcoa Corp. Plans were effective August 1, 2016. The obligations associated with certain employees or former employees assigned to Alcoa Corporation, and the related assets to fund such obligations, were transferred to the Alcoa Corp. Plans with no reduction or increase in participant benefits accumulated at the time of transfer. Plan assets of \$3,592,197,371 were transferred to the Alcoa Corp. Plans. Arconic Salary Plan assets of \$1,716,052,623 were transferred to the Alcoa Corp. Salary Plan, of which \$10,360,191 was reported as an amount due to the Alcoa Corp. Salary Plan as of December 31, 2016. Arconic Hourly Plan assets of \$1,876,144,748 were transferred to the Alcoa Corp. Hourly Plan of which \$14,342,594 was reported as an amount due from the Alcoa Corp. Hourly Plan as of December 31, 2016.

Eligibility and Vesting

Employees hired before March 1, 2006 are eligible to participate in the Arconic Salary Plan after they have attained age 21 with one year of service. Effective March 1, 2006, certain new hires are not eligible to participate in the Arconic Salary Plan. Certain hourly employees are eligible to participate in the Arconic Hourly Plan after they have attained age 21 with one year of service.

Effective January 1, 2002, participants are no longer accruing benefits in the Huck Plan. Benefits are being provided to retired participants and will be provided to deferred vested participants in accordance with the Plan provisions applicable at the time of their termination.

Employees hired or rehired prior to January 1, 1999 are eligible to participate immediately in the Muskegon Plan.

Nonunion hourly-paid employees are eligible to participate immediately in the Howmet Plan.

All eligible participants currently accruing benefits in the Plans fully vest after a five-year period except the eligible participants in the Muskegon Plan, RTI Hourly Plan, and RTI Salaried Plan which fully vest after five years of continuous service and the eligible salaried participants in the Howmet Plan which fully vest after three years of service.

Benefit Provisions

The benefit provisions for the Arconic Salary Plan determine the retirement benefit on a compensation-based formula.

The Arconic Hourly Plan, the Howmet Plan and the Muskegon Plan determine the retirement benefits on a factor times years of service.

The benefit provisions for the Huck plan determine benefits for service through December 31, 2001 based on a percentage of monthly earnings. This percentage was based on age at month end.

Normal retirement for the Arconic Salary Plan, the Arconic Hourly Plan and the Huck Plan is age 65 with five years of service.

Normal retirement for the Muskegon Plan and the Howmet Plan is age 62 with five years of service.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Notes to Financial Statements

December 31, 2017 and 2016

Normal retirement for the RTI Hourly Plan and RTI Salaried Plan is 65 with five or more years of continuous service. Benefits are determined based upon the participants' compensation and/or number of years of continuous service.

Risks and Uncertainties

The Plans invest in investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the Level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statements of Individual Plan Net Assets Available for Benefits and Statements of Changes in Individual Plan Net Assets Available for Benefits.

Plans' contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the individual Plans' financial statements.

Termination of Plans

Benefits under the Plans are insured by the Pension Benefit Guaranty Corporation ("PBGC"). Should the Plans' terminate at some future time, the net assets of the Plans generally will not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

A full description of each Plan's termination priorities is available in each Plan document.

Reclassifications

Certain amounts in previously issued financial statements were reclassified to conform to the current year presentation.

Recently Issued Accounting Standards

In February 2017, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2017-06, Plan Accounting: Defined Benefit Pension Plans (Topic 960) Defined Contribution Pension Plans (Topic 962) Health and Welfare Benefit Plans (Topic 965) Employee Benefit Plan Master Trust Reporting.

Under Topic 960, investments in master trusts are presented in a single line item in the statement of net assets available for benefits. Similar guidance is not provided in Topic 962 or 965, which has resulted in diversity in practice. For each master trust in which a plan holds an interest, the amendments in this ASU require a plan's interest in that master trust and any change in that interest to be presented in separate line items in the statement of net assets available for benefits and in the statement of changes in net assets available for benefits, respectively. Topics 960 and 962 require plans to disclose their percentage interest in the master trust and a list of the investments held by the master trust, presented by general type, within the plan's financial statements. The amendments in this ASU remove the requirement to disclose the percentage interest in the master trust for plans with divided interests and require that all plans disclose the dollar amount of their interest in each of those general types of investments, which supplements the existing requirement to disclose the master trust's balances in each general type of

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Notes to Financial Statements

December 31, 2017 and 2016

investments. Current GAAP does not require disclosure by plans of the master trust's other assets and liabilities. The amendments in this ASU require all plans to disclose (1) their master trust's other asset and liability balances and (2) the dollar amount of the plan's interest in each of those balances.

The ASU is effective for fiscal years beginning after December 15, 2018. Early adoption is permitted. An entity should apply the amendments in this ASU retrospectively to each period for which financial statements are presented. The Plans are currently evaluating the impact of ASU 2017-06 on the financial statements and related disclosures.

Recently Adopted Accounting Standards

In August 2014, the FASB issued ASU 2014-15, *Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern*. ASU 2014-15 explicitly requires management to assess an entity's ability to continue as a going concern, and to provide related footnote disclosures in certain circumstances. Currently, there is no guidance in US GAAP about management's responsibility to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern or to provide related footnote disclosures. The ASU is effective for fiscal years beginning after December 15, 2016, with early adoption permitted. The Arconic Salary Plan, Arconic Hourly Plan, Huck Plan, Muskegon Plan, and Howmet Plan adopted ASU 2014-15 on January 1, 2016 and its adoption did not have an impact to the Plans' financial statements. The RTI Salaried Plan and the RTI Hourly Plan adopted ASU 2014-15 on January 1, 2017 and its adoption did not have an impact to the Plans' financial statements.

2. Summary of Accounting Policies

Basis of Accounting

The financial statements of the Plans are prepared under the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (US GAAP).

Use of Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Plans' interest in Arconic Retirement Plans Master Trust, RMI Retirement Plans Master Trust, RMI DB Plan Master Trust, and RMI Retirement Plan Trust investment income and loss includes the Plans' unrealized and realized gains and losses on investments, dividends, interest income, and investment management/trustee fees.

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The fair value of the Plans' interest in the Arconic Retirement Plans Master Trust, RMI Retirement Plans Master Trust, RMI DB Plan Master Trust, and RMI Retirement Plan Trust investment income is based on the beginning-of-year (period) value plus actual contributions and allocated investment income less actual distributions, allocated investment loss and administrative expenses.

The individual Plans participate in the operations of the Arconic Master Trust through the purchase and sale of units. Cash inflows and outflows between the Plans and the Arconic Master Trust are accounted for at the beginning-of-the-month unit value. Units are revalued monthly to reflect changes in the investment values. Net investment income and losses are allocated to the Plans that participate in the Arconic Master Trust based on each Plan's units held.

The RTI Hourly Plan and RTI Salaried Plan participate in the operations of the RMI Retirement Plans Master Trust through the purchase and sale of units. Cash inflows and outflows between the Plans and the RMI Retirement Plans Master Trust are accounted for at the beginning-of-the-month (period) unit value. Units are revalued monthly to reflect changes in the investment values. Net investment income and losses are allocated to the Plans that participate in the RMI Retirement Plans Master Trust based on each Plan's units held.

The RTI Hourly Plan and RTI Salaried Plan participate in the operations of the RMI DB Plan Master Trust. The allocation of net assets among the RTI Hourly Plan and RTI Salaried Plan has been calculated based primarily on percentages of the weighted average monthly beginning balances for the year for each Plan by the weighted average for both Plans in total.

Benefit Payments

Benefit payments to participants are recorded when paid.

Administrative Expenses

Audit, legal, actuarial, recordkeeping, and other administrative expenses are paid by the Plans. Expenses for services provided for the Arconic Master Trust, RMI Retirement Plans Master Trust, RMI Retirement Plan Trust and RMI DB Plan Master Trust are allocated to the Plans ratably, if applicable. Expenses for services provided directly to a specific plan are attributed to only that plan.

Investment Management/Trustee Fees

Investment management and trustee fees are paid by the Plans and are included in Plans' interest in Investment income and loss.

Employer Contributions Receivable

Employer contributions receivable represent the remaining funding amounts Arconic is required to contribute to meet the minimum contribution levels established by law or as a result of a formal commitment by Arconic to make a contribution into the respective Plans.

Funding Policy

The Plans are defined benefit pension plans. No employee contributions to the Plans are required or permitted. Arconic contributes such amounts as are necessary on an actuarial basis to provide the individual Plans with assets sufficient to meet the benefits to be paid to current and future retirees or their beneficiaries. The minimum contributions required, if any, for the Plans are designed to fund the Target Normal cost and an amortization installment towards any funding shortfalls. A funding shortfall occurs when there is an excess of Funding Target liability over the Actuarial Value of Plan Assets. The amortization installment is designed to fully fund the funding

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shortfall in a given year over a 7 year period. Arconic may also voluntarily contribute amounts in excess of those minimum required amounts to meet certain funding thresholds or company objectives.

The actuarial determined pension contribution is calculated using the Unit Credit Cost Method. The Funding Target liability is the present value of accrued benefits and based on compensation and service to date. The Target Normal Cost is the present value of benefits expected to be accrued during the current plan year, reflecting the effect of expected compensation increases during the year and including expected expenses to be paid from plan assets during the year.

The Plans have met the minimum funding requirements under the provisions of ERISA in 2017 and 2016.

Investment Policy and Strategy

Arconic's investment policy at December 31, 2017 and 2016, is as follows:

Asset Category	Policy Range
Equity securities	20-55%
Debt securities	25-55
Other	15-35

The principal objectives underlying the investment of the pension plans' assets are to ensure that Arconic can properly fund benefit obligations as they become due under a broad range of potential economic and financial scenarios, maximize the long-term investment return with an acceptable Level of risk based on such obligations, and broadly diversify investments across and within various asset classes to protect asset values against adverse movements. Specific objectives for long-term investment strategy include reducing the volatility of pension assets relative to pension liabilities and achieving risk factor diversification across the balance of the asset portfolio. The use of derivative instruments is permitted where appropriate and necessary for achieving overall investment policy objectives. The investment strategy has used long duration cash bonds and derivative instruments to offset a portion of the interest rate sensitivity of pension liabilities. Exposure to broad equity risk has been decreased and diversified through investments in discretionary and systematic macro hedge funds, long/short equity hedge funds, and global and emerging market equities. Investments are further diversified by strategy, asset class, geography, and sector to enhance returns and mitigate downside risk. A large number of external investment managers are used to gain broad exposure to the financial markets and to mitigate manager-concentration risk.

Investment practices comply with the requirements of the Employee Retirement Income Security Act of 1974 (ERISA) and other applicable laws and regulations.

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3. Plans' Interest in Arconic Master Trust, RMI Retirement Plans Master Trust, and RMI DB Plan Master Trust

At December 31, net assets were comprised of the following:

	2017	2016
Assets		
Investments at fair value		
Value of interest in Arconic Inc. Retirement Plans Master Trust at fair value		
Cash and cash equivalents	\$ 296,147,639	\$ 1,097,000,986
Fixed income securities	1,181,106,153	51,695,196
Equity securities - common stocks	111,368,604	106,393,475
Equity securities - registered investment companies	352,112,732	296,397,729
Equity securities - commingled trust funds	388,957,961	153,761,903
Equity securities - put and call option contracts	10,653,404	-
Futures contracts	(374,033)	(153,051)
Interest rate swaps and collars	75,972,144	41,866,840
Gold trust-exchange traded fund	72,879,162	64,542,980
Alternative investments	1,035,305,627	1,525,088,688
Total investments at fair value	3,524,129,393	3,336,594,746
Receivable for sales pending settlement and interest earned (net of payable for investments purchased)	13,837,848	1,307,573
Total value of interest in Arconic Inc. Retirement Plans Master Trust at fair value	3,537,967,241	3,337,902,319
Value of interest in RMI Retirement Plans Master Trust at fair value		
Cash and cash equivalents	1,760,417	-
Equity securities - common stocks	8,657	-
Alternative investments	9,987,403	-
Total value of interest in RMI Retirement Plans Master Trust at fair value	11,756,477	-
Value of interest in RMI DB Plan Master Trust at fair value		
Cash and cash equivalents	-	1,434,918
Equity securities - common stocks	-	2,845,537
Total value of interest in RMI DB Plan Master Trust at fair value	\$ -	\$ 4,280,455

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The following table lists the ownership percentage of the Plans in the Arconic Master Trust net assets as of December 31:

	2017	2016
Arconic Salary Plan	52.16 %	53.37 %
Arconic Hourly Plan	38.34	41.02
Huck Plan	0.45	0.49
Muskegon Plan	2.07	2.24
Howmet Plan	2.73	2.88
RMI Salaried Plan	2.22	0.00
RMI Hourly Plan	2.03	0.00
Total	<u>100.00 %</u>	<u>100.00 %</u>

The following table lists the ownership percentage of the Plans in the RMI Retirement Plans Master Trust net assets as of December 31:

	2017	2016
RMI Salaried Plan	52.60 %	0.00 %
RMI Hourly Plan	47.40	0.00
Total	<u>100.00 %</u>	<u>0.00 %</u>

The following table lists the ownership percentage of the Plans in the RMI DB Plan Master Trust net assets as of December 31:

	2017	2016
RMI Salaried Plan	0.00 %	52.23 %
RMI Hourly Plan	0.00	47.77
Total	<u>0.00 %</u>	<u>100.00 %</u>

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For the year ended December 31, 2017 Arconic Master Trust investment income was comprised of the following:

	2017
Investment income	
Interest	\$ 12,555,802
Dividends	8,730,045
Net appreciation (depreciation) in fair value of investments	
Fixed income securities	18,782,282
Equity securities - common stocks	5,578,656
Equity securities - registered investment companies	57,157,963
Equity securities - commingled trust funds	59,758,652
Equity securities - put and call option contracts	(1,079,560)
Futures	(822,008)
Interest rate swaps	(37,374,233)
Interest rate collars	(3,040,080)
Gold trust - exchange traded fund	8,335,566
Alternative investments	17,453,531
Investment management/trustee fees	(13,060,502)
Total Arconic Retirement Plans	
Master Trust investment income	<u>\$ 132,976,114</u>

For the period from October 1, 2017 to December 31, 2017 RMI Retirement Plans Master Trust investment income was comprised of the following:

	2017
Investment income	
Interest	\$ 4,860
Net appreciation in fair value of investments	
Alternative investments	228,268
Total RMI Retirement Plans	
Master Trust investment income	<u>\$ 233,128</u>

For the period from January 1, 2017 to March 31, 2017 RMI DB Plan Master Trust investment income was comprised of the following:

	2017
Investment income	
Interest	\$ 5,305
Dividends	10,744
Net appreciation in fair value of investments	
Equity securities - exchange traded funds	140,417
Total RMI DB Plan Master Trust	
investment income	<u>\$ 156,466</u>

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The following table lists the ownership percentage of the Plans in the Arconic Master Trust investment income for the year ended December 31, 2017:

	2017
Arconic Salary Plan	51.24 %
Arconic Hourly Plan	38.39
Huck Plan	0.39
Muskegon Plan	1.84
Howmet Plan	2.37
RMI Salaried Plan	3.02
RMI Hourly Plan	2.74
Total	<u>100.00 %</u>

The following table lists the ownership percentage of the Plans in the RMI Retirement Plans Master Trust investment income for the period from October 1, 2017 to December 31, 2017:

	2017
RMI Salaried Plan	52.40 %
RMI Hourly Plan	47.60
Total	<u>100.00 %</u>

The following table lists the ownership percentage of the Plans in the RMI DB Plan Master Trust investment income for the period from January 1, 2017 to March 31, 2017:

	2017
RMI Salaried Plan	61.82 %
RMI Hourly Plan	38.18
Total	<u>100.00 %</u>

4. Fair Value Measurements

FASB Accounting Standards Codification No. 820, *Fair Value Measurements and Disclosures*, (ASC 820) provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

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Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data correlation or other means.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement Level within the fair value hierarchy is based on the lowest Level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in methodologies used at December 31, 2017 and 2016:

Cash and Cash Equivalents

Interest-bearing cash is valued at carrying value which approximates fair value.

Cash and cash equivalents held within commingled funds (institutional short-term investment funds) are fully liquid within 30 days and are valued at the closing Net Asset Value (NAV) of shares held at year end as a practical expedient.

Fixed Income Securities

U.S. government debt is valued at the closing price reported on an active market on the last business day of each period presented (included in Level 1).

U.S. and non-U.S. fixed interest obligations (principally corporate bonds and debentures) are valued through consultation and evaluation with brokers in the institutional market using quoted prices and other observable market data (included in Level 2).

Equity Securities – Common Stocks, Gold Trust-Exchange Traded Fund, and Futures Contracts

Valued at the closing price reported on an active market on the last business day of each period presented (included in Level 1).

Equity Securities – Commingled Trust Funds

Valued at the closing NAV of shares held at year end as a practical expedient.

Equity Securities – Registered Investment Companies

Valued at the closing NAV of shares held at year end. These funds are open-end mutual funds that are registered with the U.S. Securities and Exchange Commission. They are required to publish their daily NAV and to transact at that price and, therefore, are deemed to be actively traded with readily determinable fair values (included in Level 1).

Interest Rate Collars, Swaps and, Put and Call Option Contracts

Valued using industry standard models with market-based observable inputs (included in Level 2).

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Alternative Investments

Valued primarily at the closing NAV of shares held at year end as a practical expedient as reported in audited financial statements. In the event that audited financial statements for these investments are not available in time to prepare the financial statements or management believes the value reported by the investment advisor does not accurately reflect fair value due to an event in the market place, management will adjust the reported value to fair value based upon information provided by the investment manager and independent valuation experts.

The following table sets forth by level, within the fair value hierarchy, the assets at fair value as of December 31, 2017.

	Assets at Fair Value as of December 31, 2017				Total
	Level 1	Level 2	Level 3	Assets Measured at Net Asset value (a)	
Assets in Arconic Retirement Plans					
Master Trust at fair value					
Cash and cash equivalents	\$ 164,488,747	\$ -	\$ -	\$ 131,658,892	\$ 296,147,639
Equity securities - common stocks					
Real estate investment trusts	85,238,029	-	-	-	85,238,029
Other	26,130,575	-	-	-	26,130,575
Equity securities - registered investment companies	352,112,732	-	-	-	352,112,732
Equity securities - commingled trust funds	-	-	-	388,957,961	388,957,961
Equity securities - put and call option contracts	-	10,653,404	-	-	10,653,404
Fixed income securities					
U.S. government debt	201,420,286	-	-	-	201,420,286
Corporate debt - other	-	979,685,867	-	-	979,685,867
Futures contracts	(374,033)	-	-	-	(374,033)
Interest rate collars and swaps	-	75,972,144	-	-	75,972,144
Gold Trust - exchange traded fund	72,879,162	-	-	-	72,879,162
Alternative Investments					
Private real estate - direct	-	-	-	52,866,602	52,866,602
Timber - direct	-	-	-	11,083,752	11,083,752
Venture capital - direct	-	-	-	69,852,590	69,852,590
Private equity - direct	-	-	-	54,592,037	54,592,037
Private debt - direct	-	-	-	7,729,050	7,729,050
Private equity/venture capital - fund of funds	-	-	-	26,597,341	26,597,341
Hedge funds	-	-	-	812,584,255	812,584,255
Total of assets in Arconic Retirement Plans Master Trust at fair value	901,895,498	1,066,311,415	-	1,555,922,480	3,524,129,393
Assets in RMI Retirement Plans					
Master Trust at fair value					
Cash and cash equivalents	-	-	-	1,760,417	1,760,417
Equity securities - common stocks	8,656	-	-	-	8,656
Alternative Investments					
Private real estate - direct	-	-	532,315	2,925,276	3,457,591
Timber - direct	-	-	1,054,613	-	1,054,613
Private equity - direct	-	-	66,995	5,408,204	5,475,199
Total of assets in RMI Retirement Plans Master Trust at fair value	8,656	-	1,653,923	10,093,897	11,756,476
Total assets at fair value	\$ 901,904,154	\$ 1,066,311,415	\$ 1,653,923	\$ 1,566,016,377	\$ 3,535,885,869

- (a) In accordance with Sub Topic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy.

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The following table sets forth by level, within the fair value hierarchy, the assets at fair value as of December 31, 2016.

	Assets at Fair Value as of December 31, 2016				Total
	Level 1	Level 2	Level 3	Assets Measured at Net Asset value (a)	
Assets in Arconic Retirement Plans					
Master Trust at fair value					
Cash and cash equivalents	\$ 1,059,340,589	\$ -	\$ -	\$ 37,660,397	\$ 1,097,000,986
Equity securities - common stocks					
Real estate investment trusts	80,876,626	-	-	-	80,876,626
Other	25,516,849	-	-	-	25,516,849
Equity securities - registered investment companies	296,397,729	-	-	-	296,397,729
Equity securities - commingled trust funds	-	-	-	153,761,903	153,761,903
Fixed income securities					
U.S. government debt	1,273,518	-	-	-	1,273,518
Corporate debt - other	-	50,421,678	-	-	50,421,678
Futures contracts	(153,051)	-	-	-	(153,051)
Interest rate swaps	-	41,866,840	-	-	41,866,840
Gold Trust - exchange traded fund	64,542,980	-	-	-	64,542,980
Alternative Investments					
Private real estate - direct	-	-	-	64,286,332	64,286,332
Timber - direct	-	-	-	11,901,768	11,901,768
Venture capital - direct	-	-	-	69,222,433	69,222,433
Private equity - direct	-	-	-	68,271,442	68,271,442
Private debt - direct	-	-	-	9,547,073	9,547,073
Private equity/venture capital - fund of funds	-	-	-	28,927,856	28,927,856
Hedge funds	-	-	-	1,272,931,796	1,272,931,796
Total of assets in Arconic Retirement Plans Master Trust at fair value	1,527,795,240	92,288,519	-	1,716,510,998	3,336,594,757
Investments in RMI Retirement Plan Trust at fair value					
103-12 investment entities	-	-	-	131,814,411	131,814,411
Alternative Investments					
Private real estate - direct	-	-	497,369	3,599,244	4,096,613
Timber - direct	-	-	1,816,000	-	1,816,000
Private equity - direct	-	-	102,300	15,272,032	15,374,332
Total of investments in RMI Retirement Plan Trust at fair value	-	-	2,415,669	150,685,687	153,101,356
Assets in RMI DB Plan Master Trust					
Master Trust at fair value					
Cash and cash equivalents	1,434,918	-	-	-	1,434,918
Equity Securities - exchange traded fund	2,845,537	-	-	-	2,845,537
Total of assets in RMI DB Plan Master Trust at fair value	4,280,455	-	-	-	4,280,455
Total assets at fair value	\$ 1,532,075,695	\$ 92,288,519	\$ 2,415,669	\$ 1,867,196,685	\$ 3,493,976,568

- (a) In accordance with Sub Topic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy.

The Arconic Master Trust, RMI Retirement Plans Master Trust, and the RMI Retirement Plan Trust use the NAV as a practical expedient for all of the underlying investments which (a) do not have a readily determinable fair value and (b) either have the attributes of an investment company or prepare their financial statements consistent with the measurement principles of an investment company.

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There have been no transfers between levels within the fair value hierarchy during 2017 or 2016. The following table sets forth a summary of changes in the fair value of the RMI Retirement Plans Master Trust's Level 3 assets for the year ended December 31, 2017.

Beginning Balance, December 31, 2016	\$ 2,415,669
Realized gains/(losses)	20,737
Unrealized gains/(losses)	(43,888)
Purchases	5,294
Sales	(743,889)
Ending Balance, December 31, 2017	<u>\$ 1,653,923</u>

At December 31, 2017, the RMI Retirement Plans Master Trust had Level 3 investments valued at \$1,653,923. The investments in the Plan's financial statements have been valued primarily at the unadjusted net asset value (or its equivalent) as reported by the managers of the Alternative Investments or as reported in the audited financial statements.

The following table sets forth a summary of liquidity consideration of the investments classified as commingled trust funds and alternative investments within the Arconic Master Trust:

Category of Investment	Investment Strategy	December 31, 2017 Fair Value	December 31, 2016 Fair Value	Unfunded Commitments at December 31, 2017	Remaining Life at December 31, 2017	Redemption Restrictions and Terms
Equity Securities- Commingled Trust Funds	Global Equity markets	\$ 388,957,961	\$ 153,761,903	Not Applicable	Not Applicable	(C)
Private Real Estate - Direct	Global Private Real Estate strategy	52,866,602	64,286,332	2,265,890	Up to 1 year	(A)
Timber - Direct	Global Timber strategy	11,083,752	11,901,768	-	Up to 1 year	(A)
Venture Capital - Direct	Global Private Real Estate strategy	69,852,590	69,222,433	945,238	Up to 6 years	(A)
Private Equity - Direct	Global Private Equity strategy	54,592,037	68,271,442	12,233,686	Up to 8 years	(A)
Private Debt - Direct	Global Distressed Debt	7,729,050	9,547,073	9,126	Up to 8 years	(A)
Private Equity/Venture Capital Fund of Funds	Global Private Equity/Venture Capital strategy	26,597,341	28,927,846	3,465,181	Up to 5 years	(A)
Hedge Funds	Discretionary and Systematic Macro strategy	582,953,982	782,496,567	Not Applicable	Not Applicable	(B)
Hedge Funds	Long / Short Equity strategy	229,630,273	406,023,446	Not Applicable	Not Applicable	(B)
Hedge Funds	Equity strategy	-	84,411,783	Not Applicable	Not Applicable	(B)

- (A) Redemption not permitted during life of funds. Sale or transfer subject to approval of the general partner.
- (B) Hedge Fund Redemption terms vary by fund. Under normal conditions, 82% liquidity is typically available within 180 days, but can be further restricted based on actions of other investors. When investor restrictions are in place, 85% of funds are available with one year.
- (C) Redemption terms vary by fund. Full liquidity is available within 30 days.

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The following table sets forth a summary of liquidity consideration of the investments classified as alternative investments within the RMI Retirement Plans Master Trust as of December 31, 2017 and within the RMI Retirement Plan Trust as of December 31, 2016:

Category of Investment	Investment Strategy	December 31, 2017 Fair Value	December 31, 2016 Fair Value	Unfunded Commitments at December 31, 2017	Remaining Life at December 31, 2017	Redemption Restrictions and Terms
Private Equity Funds	Global Private Equity strategy	5,475,199	\$5,012,300	\$1,049,259	Up to 8 years	Not redeemable
Real Estate Funds	Global Private Real Estate strategy	3,457,591	4,096,613	1,552,067	Up to 11 years	Not redeemable
Timberlands	Global Timber strategy	1,054,613	1,816,000	Not applicable	Not applicable	(A)
UCF Fixed Income Fund Limited Partnership	Fixed Income strategy	-	62,878,831	Not applicable	Not applicable	Not applicable
UCF Equity Fund Limited Partnership	Equity strategy	-	68,935,580	Not applicable	Not applicable	Not applicable
Interest in Investment Partnerships	Global Private Equity strategy	-	10,362,032	Not applicable	Not applicable	Not applicable

(A) A sale of Timberlands may be initiated at any time, but it may take 12 months, or more, for the sale to be realized.

5. Derivatives

Derivatives Policy

The Arconic Master Trust enters into contractual arrangements classified as derivatives in carrying out its investment strategy, principally to (1) manage interest rate risk within the portfolio, (2) manage exposure to a market more efficiently than could be accomplished through the use of cash markets, and (3) increase investment returns by reducing the cost of structuring the portfolio or by capturing value disparities between financial instruments. The Arconic Master Trust utilizes exchange traded instruments such as interest rate futures, options on futures, interest rate swaps, interest rate collars, put and call option contracts, and foreign currency forward contracts. The Arconic Master Trust is subject to enforceable master netting arrangements, or netting arrangements, with certain counterparties. Master netting agreements may not be specific to each different asset type; in such instances, they would allow the company to close out and net its total exposure to a specified counter party in the event of a default.

The following is a summary of the Arconic Master Trust's usage of derivatives:

Futures Contracts

A futures contract is a contractual agreement to make or take delivery of a standardized quantity of a specified grade or type of commodity or financial instrument at a specified future date in accordance with terms specified by a regulated future exchange.

The Arconic Master Trust may use treasury, Eurodollar, and other fixed income futures contracts to manage exposure to interest rate risk and exposure in the market. Buying futures tends to increase the Arconic Master Trust's exposure to the underlying instrument held, while selling futures tends to reduce the exposure.

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A summary of the open futures contracts as of December 31, 2017 and 2016 is presented below:

	2017 Number of Contracts	2017 Aggregate Face Value	2017 Unrealized Gain/Loss	2017 Variation Margin	2017 Number of Contracts	2017 Aggregate Face Value	2017 Unrealized Gain/Loss	2017 Variation Margin
US Long Bond Future	178	\$ 27,234,000	\$ 843	\$ -	-	\$ -	\$ -	\$ -
US 10 Year Treasury Notes Future	315	39,074,774	(185,500)	-	83	10,295,893	44,843	-
US 5 Year Treasury Notes Future	40	4,646,564	(7,671)	-	134	15,565,989	59,001	-
US 2 Year Treasury Notes Future	23	4,924,516	(10,278)	-	1	214,109	234	-
US Ultra Bond Future	31	5,197,345	25,591	-	220	36,884,386	(364,337)	-
US 10 Year Ultra Bond Future	-	-	-	-	51	6,811,688	14,850	-
Mini MSCI EAFE Future	72	7,363,800	(1,351)	-	-	-	-	-
Mini MSCI Emerging Market Future	525	30,547,125	90,333	-	-	-	-	-
Eurodollar-BOBL Future	-	-	-	-	17	2,686,634	(23,097)	-
Eurodollar-Schatz Future	-	-	-	-	7	941,217	(11,389)	-
Eurodollar-BUND Future	-	-	-	-	20	3,882,906	(20,280)	-
Eurodollar-BUXL 30 Year Bond Future	-	-	-	-	1	196,763	1,227	-
S&P 500 EMINI Index Future	-	-	-	-	171	22,879,800	(30,163)	-
Grand total	1,184	\$ 118,988,124	\$ (88,032)	\$ -	705	\$ 100,359,385	\$ (329,111)	\$ -

Long Contracts				Short Contracts			
2016 Number of Contracts	2016 Aggregate Face Value	2016 Unrealized Gain/Loss	2016 Variation Margin	2016 Number of Contracts	2016 Aggregate Face Value	2016 Unrealized Gain/Loss	2016 Variation Margin
90 Day Eurodollar Future	-	\$ -	\$ -	27	\$ 6,658,125	\$ (91,875)	\$ -
Grand total	-	\$ -	\$ -	27	\$ 6,658,125	\$ (91,875)	\$ -

Options on Futures Contracts

The Arconic Master Trust may buy or sell options on futures contracts to capture value disparities between financial instruments. Options strategies may be used to improve yields and enhance performance of the fixed income portfolio. Options on futures contracts are purchased or sold on regulated futures exchanges.

Interest Rate Swaps

The Arconic Master Trust may use interest rate swaps to manage exposure to interest rates within the portfolio or to capture value disparities between financial instruments. An interest rate swap typically involves the agreement with a counterparty to exchange variable rate and fixed rate payments with respect to a notional amount of principal on the value of an underlying instrument or index. Interest rate swaps are purchased or sold on regulated futures exchanges.

The average notional value of interest rate swaps held by the Arconic Master Trust during the year ended December 31, 2017 was \$7,259,583,333.

Investment	Expiration Date	2017 Number of Contracts	2017 Notional Value	2017 Aggregate Book Value	2017 Unrealized Gain/Loss
Options on Interest Rate Swaps	03/21/2018	6	\$ 1,686,250,000	\$ 25,145,075	\$ (25,093,680)
Options on Interest Rate Swaps	04/25/2018	8	2,850,000,000	27,704,375	(27,499,460)
Options on Interest Rate Swaps	05/23/2018	3	1,045,000,000	16,549,000	(16,404,220)
Grand total		17	\$ 5,581,250,000	\$ 69,398,450	\$ (68,997,360)

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The average notional value of interest rate swaps held by the Arconic Master Trust during the year ended December 31, 2016 was \$17,521,931,818.

Investment	Expiration Date	2016 Number of Contracts	2016 Notional Value	2016 Aggregate Book Value	2016 Unrealized Gain/Loss
Options on Interest Rate Swaps	01/19/2017	1	\$ 475,000,000	\$ 18,225,750	\$ (18,221,929)
Options on Interest Rate Swaps	01/31/2017	1	475,000,000	19,370,000	(19,319,788)
Options on Interest Rate Swaps	03/13/2017	1	427,500,000	14,481,563	(14,156,043)
Options on Interest Rate Swaps	03/21/2018	8	2,826,250,000	29,355,950	(16,021,915)
Options on Interest Rate Swaps	04/25/2018	11	3,990,000,000	27,704,375	(7,398,294)
Options on Interest Rate Swaps	05/23/2018	5	1,520,000,000	30,252,841	(22,405,670)
Grand total		27	\$ 9,713,750,000	\$ 139,390,479	\$ (97,523,639)

The following table is a summary by counterparty of the Arconic Master Trust's net exposure to interest rate swaps at December 31, 2017:

Broker	Fair Value of Derivative Assets	Fair Value of Derivative Liabilities	Net Exposure
Bank of America Corp.	\$ 70,395	\$ -	\$ 70,395
Barclays PLC	161,880	-	161,880
Credit Suisse Group AG	50,255	-	50,255
Royal Bank of Canada	23,370	-	23,370
Societe Generale SA	29,640	-	29,640
Wells Fargo & Co.	65,550	-	65,550
Grand total	\$ 401,090	\$ -	\$ 401,090

The following table is a summary by counterparty of the Arconic Master Trust's net exposure to interest rate swaps at December 31, 2016:

Broker	Fair Value of Derivative Assets	Fair Value of Derivative Liabilities	Net Exposure
Bank of America Corp.	\$ 5,853,250	\$ -	\$ 5,853,250
Barclays PLC	16,961,174	-	16,961,174
Credit Suisse Group AG	4,283,526	-	4,283,526
Royal Bank of Canada	4,477,920	-	4,477,920
Societe Generale SA	5,464,020	-	5,464,020
Wells Fargo & Co.	4,826,950	-	4,826,950
Grand total	\$ 41,866,840	\$ -	\$ 41,866,840

Interest Rate Collars

The Arconic Master Trust may use interest rate collars to manage exposure to interest rate fluctuations. A collar is an options strategy which involves holding the underlying security, and buying a protective put while simultaneously selling a covered call against the holding. The premium received for writing the call pays for the purchase of the put option. In addition, the call caps the upside potential for appreciation of the underlying security's price, but protects against any adverse movement in the value of the security. The interest rate collar involves the simultaneous purchase of an interest rate cap and sale of an interest rate floor on the same index for the same maturity and notional principal amount.

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The average notional values of the protective puts and covered calls held by the Arconic Master Trust during the year ended December 31, 2017 was \$1,376,666,000 and (\$1,376,666,000), respectively.

Investment	Expiration Date	2017 Number of Contracts	2017 Notional Value	2017 Aggregate Book Value	2017 Unrealized Gain/Loss
Options - Interest Rate Collars	08/01/2018	6	\$ (1,180,000,000)	\$ (19,599,501)	\$ 10,619,315
Options - Interest Rate Collars	12/05/2018	6	(1,180,000,000)	(19,617,600)	1,967,460
Options - Interest Rate Collars	08/01/2022	6	1,180,000,000	58,798,501	(8,748,741)
Options - Interest Rate Collars	12/05/2022	6	1,180,000,000	59,033,600	(6,881,980)
Grand total		24	\$ -	\$ 78,615,000	\$ (3,043,946)

The following table is a summary by counterparty of the Arconic Master Trust's net exposure to interest rate collars at December 31, 2017:

Broker	Fair Value of Derivative Assets	Fair Value of Derivative Liabilities	Net Exposure
Bank of America Corp.	\$ 8,660,120	\$ (3,041,946)	\$ 5,618,174
Barclays PLC	17,274,480	(1,470,000)	15,804,480
Credit Suisse Group AG	16,794,560	(4,955,480)	11,839,080
Royal Bank of Canada	15,300,200	(4,443,400)	10,856,800
Societe Generale SA	18,886,000	(3,891,920)	14,994,080
Wells Fargo & Co.	25,286,020	(8,827,580)	16,458,440
Grand total	\$ 102,201,380	\$ (26,630,326)	\$ 75,571,054

Equity – Put and Call Option Contracts

The Arconic Master Trust may use put and call option contracts to manage exposure related to its equity holdings. A call option provides the holder the right (but not the obligation) to purchase an underlying asset at a specified price (the strike price), for a certain period of time. A put option gives the holder the right to sell an underlying asset at a specified price (the strike price). The seller (or writer) of the put option is obligated to buy the stock at the strike price. Options are purchased or sold on regulated exchanges.

The average notional value of equity put and call option contracts held by the Arconic Master Trust during the year ended December 31, 2017 was (\$1,628,400).

Investment	Expiration Date	2017 Number of Contracts	2017 Notional Value	2017 Aggregate Book Value	2017 Unrealized Gain/Loss
Equity - Put Option Contracts	01/05/2018	5	\$ (648,300)	\$ (397,950)	\$ 303,235
Equity - Call Option Contracts	01/05/2018	5	(1,000,800)	(261,117)	(59,423)
Equity - Put Option Contracts	01/12/2018	6	(552,000)	(435,219)	256,136
Equity - Call Option Contracts	01/12/2018	6	(883,000)	(252,801)	(149,060)
Equity - Put Option Contracts	01/19/2018	6	(577,300)	(426,488)	38,746
Equity - Call Option Contracts	01/19/2018	6	(910,300)	(276,525)	(112,959)
Equity - Call Option Contracts	01/19/2018	6	(907,200)	(140,429)	(87,214)
Equity - Put Option Contracts	03/16/2018	6	1,037,400	454,906	(110,835)
Equity - Put Option Contracts	06/15/2018	6	985,500	1,921,405	(273,355)
Equity - Put Option Contracts	09/21/2018	6	920,800	4,462,322	(514,041)
Equity - Put Option Contracts	12/21/2018	6	906,800	7,194,944	(480,874)
Grand total		64	\$ (1,628,400)	\$ 11,843,048	\$ (1,189,644)

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The following table is a summary by counterparty of the Arconic Master Trust's net exposure to equity put and call options at December 31, 2017:

Broker	Fair Value of Derivative Assets	Fair Value of Derivative Liabilities	Net Exposure
Bank of America Corp.	\$ 3,118,294	\$ -	\$ 3,118,294
Barclays PLC	4,497,361	-	4,497,361
Credit Suisse Group AG	182,954	-	182,954
Royal Bank of Canada	772,777	-	772,777
Societe Generale SA	2,093,803	-	2,093,803
Wells Fargo & Co.	(11,786)	-	(11,786)
Grand total	<u>\$ 10,653,403</u>	<u>\$ -</u>	<u>\$ 10,653,403</u>

Foreign Currency Forwards

The Arconic Master Trust may use foreign currency forwards to capture value disparities between the fixed income and currency markets. Currency forwards may be purchased or sold to enhance returns in the fixed income portfolio. Foreign currency forwards are purchased or sold on regulated futures exchanges.

Activity and year end holdings of Options on Futures Contracts and Foreign Currency Forwards were not material to the overall investment portfolio.

The RMI Retirement Plans Master Trust, RMI Retirement Plan Trust, and RMI DB Plan Master Trust did not enter into contractual arrangements classified as derivatives in carrying out its investment strategy.

6. Accumulated Plan Benefits

Accumulated plan benefits are those future benefit payments that are attributable, under each Plan's provisions, to employees' service rendered to the benefit information date. Accumulated plan benefits comprise benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of deceased employees, and (c) present employees or their beneficiaries.

The actuarial present value of accumulated plan benefits is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The Plans' actuary made this determination.

As of December 31, 2017, the Plan Sponsor elected to change from presenting accumulated plan benefits for the RTI Hourly Plan and RTI Salaried Plan on a one year lag to presenting accumulated plan benefits for the most recent year represented within the financial statements. Actuarial valuation results as of December 31, 2017 using census data as of January 1, 2017, as well as those as of December 31, 2016, using census data as of January 1, 2016, have been presented below using standard actuarial techniques, taking into account the occurrence, if any, of significant events during the course of the year and the changes made to actuarial assumptions.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

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Based upon actuarial estimates at December 31, 2017, the present value of accumulated plan benefits for each of the Plans is as follows:

	Actuarial Present Value of Accumulated Plan Benefits at December 31, 2017			
	Vested Benefits of Participants Currently Receiving Benefits	Other Vested Benefits	Nonvested Benefits	Total Present Value of Accumulated Plan Benefits
Arconic Salary Plan	\$ 1,957,397,181	\$ 1,118,848,409	\$ 25,854,663	\$ 3,102,100,253
Arconic Hourly Plan	1,431,162,990	581,394,204	8,613,637	2,021,170,831
Huck Plan	4,636,486	8,067,085	-	12,703,571
Muskegon Plan	57,731,080	60,024,109	894,513	118,649,702
Howmet Plan	25,553,748	130,605,479	4,589,532	160,748,759
RMI Salaried Plan	65,542,988	27,973,994	1,150,703	94,667,685
RMI Hourly Plan	45,618,709	31,989,643	3,087,863	80,696,215

Based upon actuarial estimates at December 31, 2016, the present value of accumulated plan benefits for each of the Plans is as follows:

	Actuarial Present Value of Accumulated Plan Benefits at December 31, 2016			
	Vested Benefits of Participants Currently Receiving Benefits	Other Vested Benefits	Nonvested Benefits	Total Present Value of Accumulated Plan Benefits
Arconic Salary Plan	\$ 1,860,357,033	\$ 988,184,105	\$ 39,326,277	\$ 2,887,867,415
Arconic Hourly Plan	1,403,214,304	543,449,533	10,864,353	1,957,528,190
Huck Plan	4,527,056	8,363,399	-	12,890,455
Muskegon Plan	55,455,031	59,230,144	1,101,591	115,786,766
Howmet Plan	22,647,073	122,473,796	3,867,613	148,988,482
RMI Salaried Plan	61,118,690	27,747,110	717,627	89,583,427
RMI Hourly Plan	43,661,047	31,358,245	2,780,977	77,800,269

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies **Notes to Financial Statements** **December 31, 2017 and 2016**

The 2017 change in the actuarial present value of accumulated plan benefits resulted from the following:

	Actuarial Present Value of Accumulated Plan Benefits December 31, 2016	Plan Amendments	Change in Actuarial Assumptions	Interest	Benefits Paid	Benefits Accumulated and Other Experience ^(A)	Actuarial Present Value of Accumulated Plan Benefits December 31, 2017
Arconic Salary Plan	\$ 2,887,867,415	\$ -	\$ 174,496,384	\$ 119,930,618	\$ (171,500,335)	91,306,171	\$ 3,102,100,253
Arconic Hourly Plan	1,957,528,190	1,395,347	93,561,282	78,282,383	(142,411,427)	32,815,056	2,021,170,831
Huck Plan	12,890,455	-	368,177	522,839	(883,812)	(194,088)	12,703,571
Muskegon Plan	115,786,766	-	6,276,166	4,528,733	(10,119,591)	2,177,628	118,649,702
Howmet Plan	148,988,482	-	5,319,715	5,824,745	(10,335,215)	10,951,032	160,748,759
RMI Salaried Plan	89,583,427	-	4,846,866	3,632,863	(6,173,387)	2,777,916	94,667,685
RMI Hourly Plan	77,800,269	-	4,222,610	3,174,342	(4,441,390)	(59,616)	80,696,215

^(A) Consists of expected increase in benefits and other experience.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Notes to Financial Statements

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The significant assumptions underlying the actuarial computations for the Plans at December 31, 2017 and 2016 are as follows:

Interest Rate

The following table lists the interest rates used for the Plans as of December 31, 2017 and 2016:

	2017	2016
Arconic Salary Plan	3.78 %	4.28 %
Arconic Hourly Plan	3.70 %	4.15 %
Huck Plan	3.70 %	4.20 %
Muskegon Plan	3.65 %	4.09 %
Howmet Plan	3.64 %	4.05 %
RMI Salaried Plan	3.70 %	4.20 %
RMI Hourly Plan	3.70 %	4.20 %

The cash balance interest rate is 3.00% for December 31, 2017 and 2016.

Life Expectancy of Participants

The following tables list the mortality tables used for the calculation of the Accumulated Plan Benefits and lump-sum distributions for each of the plans for the years ended December 31, 2017 and 2016:

Plan	12.31.2017 and 12.31.2016 Valuations
Arconic Salary Plan Huck Plan Howmet Plan (salaried employees) RMI Salaried Plan	For deaths after service retirement and deaths after disability retirement, RP-2014 tables for males and females, and the following improvement tables: · Males - based on experience of Arconic's salaried male population and trends to 0.65% ultimate improvement rate for ages less than 85, with the ultimate level grading to zero by age 115, achieved over a 20-year period · Females - based on experience of Arconic's hourly (male and female) and salaried female population and trends to 0.50% ultimate improvement rate for ages less than 85, with the ultimate level grading to zero by age 115, achieved over a 20-year period
Arconic Hourly Plan Muskegon Plan Howmet Plan (hourly employees) RMI Hourly Plan	For deaths after service retirement and deaths after disability retirement, RP-2014 tables for males and females, with Blue Collar adjustment and an adjustment based on Arconic's actual experience, and the following improvement table: · Males and Females - based on experience of Arconic's hourly (male and female) and salaried female population and trends to 0.50% ultimate improvement rate for ages less than 85, with the ultimate level grading to zero by age 115, achieved over a 20-year period

Plan	2016/2017 Lump Sum Distributions
Arconic Salary Plan Arconic Hourly Plan Howmet Plan Muskegon Plan	For the 2016 and 2017 plan years, lump sum distributions are based on the PPA benefit calculated using modified segment rates and the Applicable Mortality Table as provided in Section 417(e)(3) of the Code.

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Retirement

The assumed weighted average retirement age is:

Arconic Salary Plan	65
Arconic Hourly Plan	64
Huck Plan	66
Muskegon Plan	63
Howmet Plan	64
RMI Salaried Plan	63
RMI Hourly Plan	63

7. Tax Status

The Internal Revenue Service ("IRS") has determined and informed the Company that the Plans are qualified and the trusts established under the Plans are tax exempt under the appropriate sections of the Internal Revenue Code (IRC).

The Plans have been amended since receiving the determination letters. However, the Plans' administrator and the Plans' tax counsel believe that the Plans are currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, they believe the Plans were qualified and the related trusts were tax-exempt as of the financial statements date.

Determination letters received were dated as follows:

Arconic Salary Plan	December 08, 2016
Arconic Hourly Plan	December 08, 2016
Huck Plan	March 02, 2017
Muskegon Plan	July 21, 2017
Howmet Plan	December 13, 2016
RMI Salaried Plan	September 12, 2014
RMI Hourly Plan	June 27, 2014

U.S. GAAP requires the Plans' management to evaluate tax positions taken by the Plans and recognize a tax liability (or asset) if the organization has taken an uncertain position that would not be sustained upon examination by the IRS. The Plans' administrator and its tax counsel have analyzed the tax positions taken by the Plans and have concluded that as of December 31, 2017 and 2016, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure to the financial statements. As such, no reserve is required under U.S. GAAP. The Plans are subject to audits by the IRS; however, there are no current IRS audits for any tax periods in progress. The Plans' administrator and its tax counsel believe the Plans are no longer subject to IRS audits outside the statutory audit period.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

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8. Information Certified by the Plans' Trustee

Arconic Master Trust

The information included in the Plans' financial statements and Note 3 related to the Arconic Master Trust was prepared by Bank of New York Mellon, the Trustee of the Plans, as of December 31, 2017 and 2016 and for the year ended December 31, 2017 (and for the period from April 1, 2017 to December 31, 2017 for the RTI Salaried Plan and RTI Hourly Plan) and furnished to the Plans' administrator. The Plans' administrator has obtained a certification from the Trustee that such information is complete and accurate in accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The Plans' management relies on third party valuation statements in valuing its alternative investments. In substantiating the reasonableness of the valuation information provided, management considers a variety of factors including review of methods and assumptions used by external sources, economic conditions, and market developments.

Statements of Individual Plan Net Assets Available for Benefits – Arconic Master Trust investments at fair value except for the alternative investments of \$1,035,305,627 and \$1,525,088,688 identified in Note 3 (and reflected in the table below) as of December 31, 2017 and 2016, respectively.

	2017	2016
Arconic Master Trust		
Private real estate - direct	\$ 52,866,602	\$ 64,286,332
Timber - direct	11,083,752	11,901,768
Venture capital - direct	69,852,590	69,222,433
Private equity - direct	54,592,037	68,271,442
Private debt - direct	7,729,050	9,547,073
Private equity/venture capital - fund of funds	26,597,341	28,927,846
Hedge funds	812,584,255	1,272,931,796
Total Arconic Master Trust	1,035,305,627	1,525,088,688

Statements of Changes in Individual Plan Net Assets Available for Benefits – Arconic Master Trust interest, dividends and net appreciation/(depreciation) in fair value of investments except for the net appreciation/(depreciation) in fair value of alternative investments of \$17,453,531 identified in Note 3 (and reflected in the table below) for the year ended December 31, 2017.

**Employees' Retirement Plans of Arconic Inc. and Subsidiary
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Notes to Financial Statements
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	2017
Arconic Master Trust	
Private real estate - direct	\$ 5,524,095
Timber - direct	586,069
Venture capital - direct	7,093,472
Private equity - direct	7,681,809
Private debt - direct	1,281,867
Private equity/venture capital - fund of funds	3,891,007
Hedge funds	(8,604,788)
	<hr/>
Total Arconic Master Trust	\$ 17,453,531

RMI Retirement Plans Master Trust

As of December 31, 2016, UCF served as trustee of the RTI Hourly and RTI Salaried Plan. In April 2017, UCF liquidated all assets from the RMI DB Plan Master Trust and the majority of assets from the RMI Retirement Plan Trust and transferred the proceeds to Bank of New York Mellon to be invested in the Arconic Master Trust. In October 2017, the remaining assets of the RMI Retirement Plan Trust were transferred to Bank of New York Mellon and held in the RMI Retirement Plans Master Trust.

The information included in the Plans' financial statements and Note 3 related to the RMI Retirement Plans Master Trust as of December 31, 2017 and for the period from October 1, 2017 to December 31, 2017 was prepared by Bank of New York Mellon and furnished to the Plans' administrator. The Plans' administrator has obtained a certification from the Trustee that such information is complete and accurate in accordance with Section 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The Plans' management relies on third party valuation statements in valuing its alternative investments. In substantiating the reasonableness of the valuation information provided, management considers a variety of factors including review of methods and assumptions used by external sources, economic conditions, and market developments.

Statements of Individual Plan Net Assets Available for Benefits – RMI Retirement Plans Master Trust investments at fair value except for the alternative investments of \$9,987,402 identified in Note 3 (and reflected in the table below) as of December 31, 2017.

	2017
RMI Retirement Plans Master Trust	
Real Estate Funds	\$ 3,457,591
Timberland Funds	1,054,613
Private Equity	5,475,199
	<hr/>
Total RMI Retirement Plans Master Trust	\$ 9,987,403

Statements of Changes in Individual Plan Net Assets Available for Benefits – RMI Retirement Plans Master Trust interest, dividends and net appreciation/(depreciation) in fair value of investments except for the net appreciation/(depreciation) in fair value of alternative investments of

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

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\$228,268 identified in Note 3 (and reflected in the table below) for the period from October 1, 2017 to December 31, 2017.

	2017
RMI Retirement Plans Master Trust	
Real Estate Funds	\$ (292,144)
Timberland Funds	-
Private Equity	520,412
Total RMI Retirement Plans Master Trust	<u>\$ 228,268</u>

9. Related Party Transactions

The Plans invest in funds managed by The Bank of New York Mellon. The Bank of New York Mellon is the trustee as defined by the Plans; therefore, these transactions, and expenses paid to The Bank of New York Mellon, qualify as party-in-interest transactions.

The RMI Salaried Plan and the RMI Hourly Plan held interest in two limited partnerships managed by United States Steel and Carnegie Pension Fund (UCF). UCF was the trustee of the RMI Salaried Plan and the RMI Hourly Plan as of December 31, 2016; therefore these interests, and expenses paid to UCF, qualify as party-in-interest transactions.

Arconic Inc. makes funding contributions to the Plans; therefore, these transactions qualify as party-in-interest transactions.

10. Plan Specific Activities

2017 Contributions

On January 15, 2017, Arconic made cash contributions of \$47,464,452 to the Plans. On September 15, 2017, Arconic made cash contributions of \$38,889,000 to the Plans. In the Plans' financial statements, the total of these contributions, \$86,353,452, is being applied to the 2016 plan year and is reflected as an Employer contribution receivable on the Statements of Individual Plan Net Assets Available for Benefits and as an Employer contribution on the Statements of Changes in Individual Plan Net Assets Available for Benefits.

On April 18, 2017, Arconic made cash contributions of \$50,000,000 to the Arconic Salary Plan in accordance with an agreement that was reached with the PBGC in June 2016 in response to the Alcoa Inc. separation. The agreement with the PBGC required the \$50,000,000 contribution made on April 18, 2017 to be made within six months of the Alcoa Inc. separation as well as a second \$50,000,000 contribution to be made within twelve months of the initial contribution and a third \$50,000,000 contribution to be made within twelve months of the second contribution. These contributions are not factored into minimum pension funding requirements. Arconic has the discretion as to how to apply the contributions to the Alcoa Salary Plan and Alcoa Hourly Plan and what plan year to apply the contributions. Arconic applied the \$50,000,000 contribution made on April 18, 2017 to the 2016 plan year and is reflected as an Employer contribution receivable on the Statements of Individual Plan Net Assets Available for Benefits and as an Employer contribution on the Statements of Changes in Individual Plan Net Assets Available for Benefits.

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Arconic Salary Plan	\$ 93,339,448
Arconic Hourly Plan	34,478,178
Muskegon Plan	2,647,826
Howmet Plan	5,888,000

11. Commitments and Contingencies

The Arconic Master Trust had capital commitments of \$18,919,121 at December 31, 2017 in relation to additional funding for Limited Partnerships in which it invests.

The RMI Retirement Plans Master Trust had capital commitments of \$2,601,326 at December 31, 2017, in relation to additional funding for Limited Partnerships in which it invests.

12. Subsequent Events

Management has evaluated the events and transactions that have occurred through October 5, 2018, the date the financial statements were available to be issued, and noted no items requiring adjustment of the financial statements or additional disclosures, other than that which is noted below.

On March 29, 2018, Arconic made a cash contribution of \$50,000,000 to the Arconic Salary Plan in accordance with an agreement that was reached with the PBGC in June 2016 in response to the Alcoa Inc. separation. This was the second cash contribution made in accordance with this agreement, which is discussed in more detail in Note 10. Arconic applied the \$50,000,000 contribution made on March 29, 2018 to the 2017 plan year and is reflected as an Employer contribution receivable on the Statements of Individual Plan Net Assets Available for Benefits and as an Employer contribution on the Statements of Changes in Individual Plan Net Assets Available for Benefits.

On January 12, 2018, March 28, 2018, April 27, 2018 and September 14, 2018, Arconic made cash contributions of \$44,970,013, \$75,505,000, \$2,702,000 and \$2,183,000 to the Plans, respectively. Of the \$75,505,000 March 28, 2018 contribution, \$34,930,000 is being applied to the 2017 Plan year and \$40,575,000 to the 2018 Plan year. In the Plans' financial statements, a total of \$84,785,013 is being applied to the 2017 plan year and is reflected as an Employer contribution receivable on the Statements of Individual Plan Net Assets Available for Benefits and as an Employer contribution on the Statements of Changes in Individual Plan Net Assets Available for Benefits.

Arconic Salary Plan	\$ 103,367,792
Arconic Hourly Plan	21,578,566
Muskegon Plan	6,326,000
Howmet Plan	3,512,655

In addition, \$16,000,000 of the March 28, 2018 contribution of \$75,505,000 has been used to satisfy a portion of the \$150,000,000 contribution discussed in Note 10. Through March 28, 2018, contributions totaling \$116,000,000 have been made to the Plans partially satisfying the required \$150,000,000 contribution.

Effective April 1, 2018, benefit accruals for future service and compensation under all of the company's defined benefit pension plans for U.S. salaried and non-bargaining hourly employees

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies

Notes to Financial Statements

December 31, 2017 and 2016

ceased. This action impacts the Arconic Salary Plan, Arconic Hourly Plan, Howmet Plan and the RMI Salaried Plan. These plan amendments do not impact each of the plan's actuarial present value of accumulated plan benefits.

On April 13, 2018, the United Auto Workers ratified a new five-year labor agreement which expires on March 31, 2023. A provision within the agreement includes a retirement benefit increase for future retirees that participate in the Muskegon Plan. This plan amendment increases the actuarial present value of accumulated plan benefits by approximately \$8,800,000. In addition, effective January 1, 2019, benefit accruals for future service will cease for participants in the Muskegon Plan.

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies
Schedule H, Part IV, Line 4j - Schedule of Reportable Transactions
Pension Plan of RMI Titanium Company
EIN: 31-0875005
Plan #: 001
For the Year Ended December 31, 2017

Schedule H, Part IV, Line 4j - Schedule of Reportable Transactions
EIN: 31-0875005
Plan #: 001

Pension Plan of RMI Titanium Company
For the year ended, December 31, 2017

(a) Identity of party involved	(b) Description of asset (include interest rate and maturity in case of loan)	(c) Purchase price	(d) Selling price	(e) Lease rental	(f) Expense incurred with transaction	(g) Cost of asset	(h) current value of asset on transaction date	(i) Net gain or (loss)
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Series of transactions

United States Steel and Carnegie Pension Fund (UCF)	UCF Equity Fund Limited Partnership	n/a	35,297,886	n/a	n/a	16,675,146	35,297,886	18,622,740
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Single transaction

United States Steel and Carnegie Pension Fund (UCF)	UCF Equity Fund Limited Partnership	n/a	33,961,804	n/a	n/a	16,391,455	33,961,804	17,570,349
United States Steel and Carnegie Pension Fund (UCF)	UCF Fixed Income Fund Limited Partnership	n/a	31,150,920	n/a	n/a	27,702,497	31,150,920	3,448,424

Employees' Retirement Plans of Arconic Inc. and Subsidiary Companies
Schedule H, Part IV, Line 4j - Schedule of Reportable Transactions
Pension Plan for Eligible Salaried Employees of RMI Titanium Company
EIN: 31-0875005
Plan #: 004
For the Year Ended December 31, 2017

Schedule H, Part IV, Line 4j - Schedule of Reportable Transactions
EIN: 31-0875005
Plan #: 004

Pension Plan for Eligible Salaried Employees of RMI Titanium Company
For the year ended, December 31, 2017

(a) Identity of party involved	(b) Description of asset (include interest rate and maturity in case of loan)	(c) Purchase price	(d) Selling price	(e) Lease rental	(f) Expense incurred with transaction	(g) Cost of asset	(h) current value of asset on transaction date	(i) Net gain or (loss)
----------------------------------	---	----------------------	---------------------	--------------------	---	---------------------	--	--------------------------

Series of transactions

Carnegie Pension Fund (UCF)	UCF Equity Fund Limited Partnership	n/a	38,596,533	n/a	n/a	18,233,467	38,596,533	20,363,066
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Single transaction

United States Steel and Carnegie Pension Fund (UCF)	UCF Equity Fund Limited Partnership	n/a	37,134,037	n/a	n/a	17,922,513	37,134,037	19,211,523
United States Steel and Carnegie Pension Fund (UCF)	UCF Fixed Income Fund Limited Partnership	n/a	34,062,025	n/a	n/a	30,291,341	34,062,025	3,770,684

PENSION PLAN FOR ELIGIBLE SALARIED EMPLOYEES OF

RMI TITANIUM COMPANY

EIN: 31-0875005

PN: 004

ATTACHMENT TO SCHEDULE SB OF 2017 FORM 5500

Schedule SB, Line 22 – Description of Weighted Average Retirement Age

(1) Age	(2) Expected Active Headcount	(3) Retirement Rate	(4) Expected Retirements (2)*(3)	(5) Weighted Age (1)*(4)
52	27.4173	0.0010	0.0288	1.4959
53	30.8087	0.0048	0.1465	7.7623
54	36.0788	0.0333	1.2000	64.7997
55	37.2040	0.0179	0.6647	36.5574
56	40.9283	0.0538	2.2038	123.4106
57	43.0471	0.0591	2.5429	144.9458
58	46.6787	0.0405	1.8918	109.7217
59	50.6911	0.0456	2.3131	136.4725
60	50.9967	0.0558	2.8479	170.8754
61	53.8967	0.0674	3.6334	221.6350
62	52.1075	0.1623	8.4574	524.3600
63	48.3823	0.1769	8.5604	539.3066
64	41.3634	0.1897	7.8483	502.2898
65	35.9354	1.0000	35.9354	2,335.8010
66	3.9952	1.0000	3.9952	263.6832
67	2.9947	1.0000	2.9947	200.6430
68	1.0000	1.0000	1.0000	68.0000
69	1.0000	1.0000	1.0000	69.0000
Total			87.2643	5,520.7599
WARA:		Total (5) / Total (4) =		63.26 years

Note: The table presents values rounded to fewer significant digits than used in the calculations.

Note to Column 2: The Expected Active Headcount for each age includes persons who are eligible to retire and persons who are not eligible to retire at each age.

Note to Column 3: At each age, these retirement rates are a weighted average of the rates shown in Attachment to Part V for active participants eligible to retire at the age and zero for all other active participants.

PENSION PLAN FOR ELIGIBLE SALARIED EMPLOYEES OF
RMI TITANIUM COMPANY

EIN: 31-0875005

PN: 004

ATTACHMENT TO SCHEDULE SB OF 2017 FORM 5500

Schedule SB, Line 26 – Schedule of Active Participant Data

Distributed by age and service as of January 1, 2017

AGE	SERVICE									
	< 1	1 - 4	5 - 9	10 - 14	15 - 19	20 - 24	25 - 29	30 - 34	35 - 39	40 +
< 25										
25 - 29										
30 - 34										
35 - 39				2	3					
40 - 44				5	4	5				
45 - 49				1	2	2	4			
50 - 54				3	6	1	3	4		
55 - 59					2	2	9	2	11	1
60 - 64				3	5	2	4	2	3	6
65 - 69						1		1	1	5
70+										

PENSION PLAN FOR ELIGIBLE SALARIED EMPLOYEES OF
RMI TITANIUM COMPANY

EIN: 31-0875005

PN: 004

ATTACHMENT TO SCHEDULE SB OF 2017 FORM 5500

Schedule SB, Line 32 – Schedule of Amortization Bases

Shortfall Amortization

Date Established	Type Of Base	Years Remaining	Shortfall Amortization Installment	Present Value of Remaining Installments as of January 1, 2017
January 1, 2016	Shortfall	6	\$ 183,635	\$ 986,755
January 1, 2017	Shortfall	7	<u>300,649</u>	<u>1,830,859</u>
Total			\$ 484,284	\$ 2,817,614

PENSION PLAN FOR ELIGIBLE SALARIED EMPLOYEES OF

RMI TITANIUM COMPANY

EIN: 31-0875005

PN: 004

ATTACHMENT TO SCHEDULE SB OF 2017 FORM 5500

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods

Prescribed Funding/PBGC Assumptions and Methods

The following assumptions and methods are prescribed by ERISA.

Funding interest rates

For 2017 Plan Year: Segment Rates with four-month lookback, constrained in accordance with relevant legislation as follows:

	Unconstrained Rates*	Rates Reflecting Corridor**
First Segment Rate	1.52%	4.16%
Second Segment Rate	3.80%	5.72%
Third Segment Rate	4.79%	6.48%
Effective Interest Rate Based on constrained rates		5.80%

For 2016 Plan Year: Segment Rates with four-month lookback, constrained in accordance with relevant legislation as follows:

	Unconstrained Rates*	Rates Reflecting Corridor**
First Segment Rate	1.34%	4.43%
Second Segment Rate	4.03%	5.91%
Third Segment Rate	5.06%	6.65%
Effective Interest Rate Based on constrained rates		5.99%

*Used for maximum tax-deduction and PBGC premium purposes

**Used for minimum funding and benefit restriction purposes

Mortality

Mortality tables mandated by PPA as specified in IRS Regulation 1.430(h)(3)-1, applied on a static basis, projected 7 years from the valuation date for annuitants and 15 years for non-annuitants.

Actuarial cost method

The Funding Target is the present value of accrued benefits based on compensation and service to date. The Target Normal Cost is the present value of benefits expected to be accrued during the current plan year, reflecting the effect of expected compensation increases during the year and including expected plan administrative and investment related expenses to be paid from plan assets during the year.

Non-Prescribed Funding Assumptions and Methods

The following assumptions were selected by the plan's enrolled actuary. The demographic assumptions used are the same as those utilized by the prior actuary. The assumptions were reviewed for reasonability and compared with those used for larger Alcoa plans that cover similar employees and deemed appropriate. The process used to determine the expected long-term rate of return on assets relied on a combination of historical asset return information and forward-looking returns by asset class using information from various external investment managers and consultants. The asset valuation method was selected by the plan sponsor with the actuary's advice and is an acceptable method under PPA.

Salary increases

Salaries are assumed to increase at 3.50% per year.

Expenses

Expected plan administrative and investment-related expenses of \$600,000 were added to the Target Normal Cost, based on expenses paid in the prior year and PBGC premiums to be paid in the current year.

Frequency of optional payment forms

Eligible Salaried Employees: It was assumed that 20% of actives elect a single life annuity at commencement and 80% of actives elect a 50% joint and survivor annuity. 100% of current deferred vested and future deaths elect a single life annuity.

TRADCO Employees: It was assumed that 90% of actives and current deferred vested elect a single life annuity at commencement and 10% of actives and current deferred vested elect a 50% joint and survivor annuity. 100% of future deaths elect a single life annuity.

Marital percentage

80% of participants are assumed to be married at death. Husbands are assumed to be 3 years older than their wives.

Early Retirement rates

Age	Annual Rate of Early Retirement	
	Eligible Salaried Employees	TRADCO Employees
50	3.00%	
51	3.00	
52	3.00	
53	3.00	
54	3.00	
55	4.00	
56	5.00	
57	6.00	
58	7.00	
59	8.00	
60	9.00	3.20%
61	10.00	3.68
62	25.00	4.24
63	30.00	5.04
64	35.00	5.92

Normal Retirement rates

Assumed 100% eligible participants commence at age 65.

Terminated vested participants are assumed to commence receiving benefits at Normal Retirement Age.

Withdrawal rates for active participants not eligible for retirement

For Eligible Salaried Employees:

Age	Annual Rates of	
	Withdrawal	Disability
20	20.86%	0.02%
25	16.06	0.02
30	11.74	0.02
35	8.12	0.02
40	5.40	0.04
45	3.52	0.09
50	1.86	0.18
55	1.20	0.38
60	1.82	0.75
64	4.94	1.19

Certain employees identified as part of a workforce reduction were assumed to terminate immediately.

For TRADCO Employees:

Age	Annual Rates of	
	Withdrawal	Disability
25	15.12%	0.08%
30	10.56	0.10
35	6.96	0.14
40	4.00	0.21
45	2.16	0.34
50	1.60	0.59
55	1.92	1.09
60	3.20	2.38
64	5.92	4.85

Asset valuation method

The Actuarial Value of Assets is market value as of the valuation date, including discounted receivable contributions, reduced by 3/4, 2/4, and 1/4 of the gain/(loss) in each of the prior 3 months, respectively. The gain/(loss) for each period is determined as the actual return on market value during the period less the expected return on market value based on an assumed earnings rate chosen by the actuary but required by PPA to be not greater than the applicable third Segment Rate. The resulting value is constrained to be within a corridor of 90% to 110% of market value, including discounted receivable contributions.

	Actuary's Assumption	Third Segment Rate	Reflecting PPA Limit
2017 Expected Return	7.75%	6.48%	6.48%
2016 Expected Return	7.75%	6.65%	6.65%
2015 Expected Return	7.50%	6.81%	6.81%

Future actuarial measurements

Future actuarial measurements may differ significantly from current measurements due to plan experience differing from that anticipated by the economic and demographic assumptions, changes expected as part of the natural operation of the methodology used for these measurements, and changes in plan provisions, applicable law or regulations. An analysis of the potential range of such future differences is beyond the scope of this report.

Summary of Changes from the January 1, 2016 Valuation

Prescribed Assumptions: The interest rates and mortality tables were updated to the current rates in accordance with PPA and HATFA.

These assumption changes increased the Funding Target approximately \$1,199,000 and decreased the plan's AFTAP by 1.8%.

PENSION PLAN FOR ELIGIBLE SALARIED EMPLOYEES OF

RMI TITANIUM COMPANY

EIN: 31-0875005

PN: 004

ATTACHMENT TO SCHEDULE SB OF 2017 FORM 5500

Schedule SB, Part V – Summary of Plan Provisions

For participants under Pension Plan for Eligible Salaried Employees of RMI Titanium Company

Average Monthly Earnings

Average total Compensation received by a Participant from the Company during the highest sixty consecutive months of employment out of the one hundred twenty month period preceding retirement.

Compensation

Earnings at the regular basic rate of service rendered as an employee.

Continuous Service

A participant's aggregate period(s) of employment with the Company from employee's employment date to severance from service date. Includes employment with USX Corporation or a subsidiary of USX.

Employee

Any salaried employee employed by the Company.

Normal Retirement Date

The date the participant reaches age 65.

Plan Coverage

Employees of the Company hired prior to January 1, 2006.

Participation

All Employees hired before January 1, 2006 that meet the eligibility requirements. Participation began on the first day of employment.

Accrued Benefit

A monthly benefit amount equal to the greater of:

- (i) 1.25% of a Participant's Average Monthly Earnings multiplied by Continuous Service up to 30 years; plus 1.35% of a Participant's Average Monthly Earnings multiplied by Continuous Service in excess of 30 years.
- (ii) \$17.50 multiplied by the first 15 years of Continuous Service; plus \$19.00 multiplied by years of Continuous Service between 15 and 30 years; plus \$20.50 multiplied by each year of Continuous service in excess of 30 years.

Normal Retirement

Eligibility: Normal Retirement Date for any Participant.

Benefit: Accrued Benefit payable immediately.

Early Retirement (62/15)

Eligibility: Age 62 with 15 years of service.

Benefit: Accrued Benefit payable immediately.

Early Retirement (30-Year)

Eligibility: 30 years of service.

Benefit: Accrued Benefit payable immediately.

Early Retirement (55/10)

Eligibility: Age 55 with 10 years of service.

Benefit: Accrued Benefit payable at age 65 or immediate pension equal to Accrued Benefit reduced from age 65 in accordance with the following:

<u>Age</u>	<u>Percentage</u>
55	39.19%
56	42.66%
57	46.50%
58	50.78%
59	55.56%
60	60.91%
61	66.93%
62	73.71%
63	81.37%
64	90.08%

70/80 Retirement

Eligibility:	Age 55 and age plus service at least 70 <u>or</u> age plus service at least 80, with 15 years of service. Payable only if termination is due to layoff, shutdown or physical disability.
Benefit:	Accrued Benefit payable immediately with an additional supplement of \$400 payable until age 62.

Special Payment

Eligibility:	Any employee retiring under Normal, Early 55/10, Early 62/15, Early 30-Year, or 70/80.
Benefit:	In lieu of first 3 months pension, employee receives 3 times monthly salary immediately prior to retirement (3.25 if participant has at least 23 years of service).

Disability

Eligibility:	Permanently incapacitated and 15 or more years of service.
Benefit:	Benefit from the Company's Long Term Disability Plan, with a disability pension at normal retirement age. Monthly benefit is normal retirement benefit based on service to normal retirement age and earnings at time of disability.

Deferred Vested

Eligibility: 5 years of service.

Benefit: Accrued Benefit payable at age 65.

Reduced benefits are payable as early as age 50, equal to the Accrued Benefit reduced by the following factors:

<u>Age</u>	<u>Percentage</u>
50	26.21%
51	28.34%
52	30.67%
53	33.24%
54	36.07%
55	39.19%
56	42.66%
57	46.50%
58	50.78%
59	55.56%
60	60.91%
61	66.93%
62	73.71%
63	81.37%
64	90.08%

Pre-retirement Death

Eligibility: Death after 5 years of service or death of a terminated vested before payments begin unless the automatic 50% spouse option has been revoked.

Benefit: 50% of Accrued Benefit payable at the date of participant would have turned age 50, reflecting a percentage option and early reduction, further reduced by a charge for the period of coverage.

Surviving Spouse

Eligibility:	Death of active participant with 15 years of service; or death of any retiree other than deferred vested.
Benefit:	<p>Death of active participant: 50% of Accrued Benefit as though participant retired on date of death without early retirement reduction. If under age 62, the participant's Accrued Benefit calculated as though they had been 62. Reduced by 50% of Surviving Spouse's Social Security benefit payable at age 60.</p> <p>Death of retiree: 50% of Accrued Benefit reduced for early retirement. Reduced by 50% of Surviving Spouse's Social Security benefit payable at age 60.</p> <p>Surviving spouse benefit must be at least \$150 before age 60 and \$100 at age 60.</p>

Post-Retirement Death

Eligibility:	Death of any retiree prior to January 1, 1991; other than deferred vested.
Benefit:	Lump sum of \$4,000, including any death benefit under Quantum Chemical Corporation's pension plan.

Normal form of payment

- If participant does not have an eligible spouse at retirement their benefit shall be paid in the form of a single life annuity.
- If participant has an eligible spouse at retirement the benefit shall be paid as a reduced 50% joint and survivor annuity.

Optional forms of payment

- Actuarially equivalent joint and survivor annuities.

Contributions All contributions to support the Plan are made by the Company.

Summary of Changes from the January 1, 2016 Valuation

The amount of Special Payment for a Participant was restated in its entirety to be 3.0 (3.25 if Continuous Service is twenty-three (23) years or more) multiplied by the monthly salary that the Participant received as Compensation immediately prior to retirement.

The plan change increased the PBO by approximately \$275,000.

For former participants under the TRADCO Pension Plan

Average Monthly Earnings

Average total compensation received by a Participant from the Company during the highest five consecutive calendar-year periods out of the last ten consecutive calendar-year periods prior to retirement.

Service

A participant's aggregate period(s) of employment with the Company from employee's employment date to severance from service date.

Plan Coverage

Employees of the Company hired prior to June 30, 2004 who have attained age 21 and completed at least one year of service are covered by the Plan.

Accrued Benefit

A monthly benefit amount equal to the sum of:

- (i) \$6.50 multiplied by years of continuous service prior to December 31, 1993; and
- (ii) 0.75% of the number of years of continuous service on or after December 31, 1993 multiplied by participant's average monthly earnings.

Benefit amounts were frozen as of June 30, 2004.

Normal Retirement

Eligibility: Age 65 with 5 years of service.

Benefit: Accrued Benefit payable immediately.

Early Retirement (60/15)

Eligibility: Age 60 with 15 years of service.

Benefit: Accrued Benefit payable at age 65 or immediate pension equal to Accrued Benefit reduced from age 65 in accordance with the following:

<u>Age</u>	<u>Percentage</u>
60	63.10%
61	68.85%
62	75.28%
63	82.53%
64	90.72%

Disability

Eligibility: Permanently incapacitated and 15 or more years of service.

Benefit: Accrued Benefit at date of disability.

Deferred Vested

Eligibility: 5 years of service.

Benefit: Accrued Benefit payable at age 65. Reduced benefits are payable as early as age 60, equal to the Accrued Benefit reduced by the following factors:

<u>Age</u>	<u>Percentage</u>
60	63.10%
61	68.85%
62	75.28%
63	82.53%
64	90.72%

Pre-retirement Death

Eligibility: Death after 5 years of service.

Benefit: 50% of Accrued Benefit payable at the date of death, reflecting a percentage option and early reduction, further reduced by a charge for the period of coverage

Normal form of payment

- If participant does not have an eligible spouse at retirement their benefit shall be paid in the form of a single life annuity.
- If participant has an eligible spouse at retirement the benefit shall be paid as a 50% joint and survivor annuity.

Optional forms of payment

- Actuarially equivalent joint and survivor annuities.

Contributions All contributions to support the Plan are made by the Company.

Summary of Changes from the January 1, 2016 Valuation

None.

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ **Round off amounts to nearest dollar.**
▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan ARCONIC RETIREMENT PLAN I	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ARCONIC INC.	D Employer Identification Number (EIN) 25-0317820
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month 01 Day 01 Year 2017	
2 Assets:	
a Market value.....	2a 1,862,809,556
b Actuarial value	2b 2,049,090,511
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment	(1) Number of participants 11,053 (2) Vested Funding Target 1,633,629,535 (3) Total Funding Target 1,633,629,535
b For terminated vested participants	3,452 190,188,311 190,188,311
c For active participants	4,589 540,737,445 571,851,518
d Total	19,094 2,364,555,291 2,395,669,364
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions.....	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate.....	5 5.86%
6 Target normal cost	6 52,662,065

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	MARY P. MITCHELL	10/01/2018
	Signature of actuary	Date
MARY P. MITCHELL		1705661
	Type or print name of actuary	Most recent enrollment number
BUCK GLOBAL, LLC		412-281-2506
	Firm name	Telephone number (including area code)
11 STANWIX STREET, SUITE 700		
PITTSBURGH PA 15222-1312		
	Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8).....	0	0
10 Interest on line 9 using prior year's actual return of <u>1.01%</u>	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		46,362,170
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.02%</u>		2,791,003
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance.....		49,153,173
d Portion of (c) to be added to prefunding balance.....		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	85.53%
15 Adjusted funding target attainment percentage.....	15	85.53%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	91.65%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/14/2017	32,640,498	0			
07/14/2017	32,040,000	0			
10/13/2017	32,340,000	0			
01/12/2018	29,012,792	0			
03/28/2018	24,355,000	0			
03/29/2018	50,000,000	0			
Totals ▶			18(b)	200,388,290	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	190,793,718

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year?..... ☒ Yes ☐ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	52,662,065	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	346,578,853		76,283,678
b Waiver amortization installment	0		0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	128,945,743	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement			0
36 Additional cash requirement (line 34 minus line 35)	36	128,945,743	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	190,793,718	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	61,847,975	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☒ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☒ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

► Round off amounts to nearest dollar.

► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan ARCONIC RETIREMENT PLAN I	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ARCONIC INC.	D Employer Identification Number (EIN) 25-0317820	

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I	Basic Information
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1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2017</u>	
2	Assets:	
	a Market value.....	2a 1,862,809,556
	b Actuarial value.....	2b 2,049,090,511
3	Funding target/participant count breakdown	
	a For retired participants and beneficiaries receiving payment	11,053 1,633,629,535 1,633,629,535
	b For terminated vested participants	3,452 190,188,311 190,188,311
	c For active participants	4,589 540,737,445 571,851,518
	d Total	19,094 2,364,555,291 2,395,669,364
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐
	a Funding target disregarding prescribed at-risk assumptions.....	4a
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5	Effective interest rate.....	5 5.86%
6	Target normal cost	6 52,662,065

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	MARY P. MITCHELL <i>MpM</i> _____ Signature of actuary	10/01/2018 _____ Date
	MARY P. MITCHELL _____ Type or print name of actuary	1705661 _____ Most recent enrollment number
	BUCK GLOBAL, LLC _____ Firm name	412-281-2506 _____ Telephone number (including area code)
	11 STANWIX STREET, SUITE 700 _____ Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2017

Part II Beginning of Year Carryover and Prefunding Balances

Beginning of Year Carryover and Prefunding Balance		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of <u>1.01%</u>	0	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		46,362,170
	b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.02%</u>		2,791,003
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		49,153,173
	d Portion of (c) to be added to prefunding balance		0
12	Other reductions in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III	Funding Percentages
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14	Funding target attainment percentage	14	85.53%
15	Adjusted funding target attainment percentage	15	85.53%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	91.65%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV	Contributions and Liquidity Shortfalls
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18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/14/2017	32,640,498	0			
07/14/2017	32,040,000	0			
10/13/2017	32,340,000	0			
01/12/2018	29,012,792	0			
03/28/2018	24,355,000	0			
03/29/2018	50,000,000	0			
			Totals ►	18(b)	200,388,290
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	190,793,718

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

C If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions)	☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):												
a Target normal cost (line 6)	31a	52,662,065										
b Excess assets, if applicable, but not greater than line 31a	31b	0										
32 Amortization installments:	<table border="1"> <thead> <tr> <th></th> <th>Outstanding Balance</th> <th>Installment</th> </tr> </thead> <tbody> <tr> <td>a Net shortfall amortization installment</td> <td>346,578,853</td> <td>76,283,678</td> </tr> <tr> <td>b Waiver amortization installment</td> <td>0</td> <td>0</td> </tr> </tbody> </table>				Outstanding Balance	Installment	a Net shortfall amortization installment	346,578,853	76,283,678	b Waiver amortization installment	0	0
	Outstanding Balance	Installment										
a Net shortfall amortization installment	346,578,853	76,283,678										
b Waiver amortization installment	0	0										
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33											
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	128,945,743										
		Carryover balance	Prefunding balance									
35 Balances elected for use to offset funding requirement			0									
36 Additional cash requirement (line 34 minus line 35)	36	128,945,743										
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	190,793,718										
38 Present value of excess contributions for current year (see instructions)												
a Total (excess, if any, of line 37 over line 36)	38a	61,847,975										
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0										
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0										
40 Unpaid minimum required contributions for all years	40	0										

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☒ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☒ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning _____ and ending _____		
A Name of plan	B Three-digit plan number (PN) ►	
C Plan sponsor's name as shown on line 2a of Form 5500	D Employer Identification Number (EIN)	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions.....	1b(1)		
	(2) Participant contributions.....	1b(2)		
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common.....	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property).....	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans.....	1c(8)		
	(9) Value of interest in common/collective trusts	1c(9)		
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities.....	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other.....	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f		

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k		

Net Assets

l Net assets (subtract line 1k from line 1f)	1l		
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Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)		
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		
j Total expenses. Add all expense amounts in column (b) and enter total	2j		

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name:

(2) EIN:

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a			
4b			

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)			
4c			
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....			
4d			
e Was this plan covered by a fidelity bond?			
4e			
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?			
4f			
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
4g			
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
4h			
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)			
4i			
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)			
4j			
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k			
l Has the plan failed to provide any benefit when due under the plan?.....			
4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☐ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____. (See instructions.)

Plan Name	PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM CO	EIN:	31-0875005
Plan Sponsor's Name	RMI TITANIUM CO., LLC	PN:	004

[illegible]

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning _____ and ending _____		
A Name of plan	B Three-digit plan number (PN) ►	
C Plan sponsor's name as shown on line 2a of Form 5500	D Employer Identification Number (EIN)	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets	(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)		
(2) Participant contributions.....	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f		

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k		

Net Assets

l Net assets (subtract line 1k from line 1f)	1l		
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Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)		
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		
j Total expenses. Add all expense amounts in column (b) and enter total	2j		

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name:

(2) EIN:

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a			
4b			

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)			
4c			
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....			
4d			
e Was this plan covered by a fidelity bond?			
4e			
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?			
4f			
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
4g			
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....			
4h			
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)			
4i			
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)			
4j			
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?			
4k			
l Has the plan failed to provide any benefit when due under the plan?.....			
4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?..... ☐ Yes ☐ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____. (See instructions.)

Plan Name	PENSION PLAN FOR ELIGIBLE SALARIED EES OF RMI TITANIUM CO	EIN:	31-0875005
Plan Sponsor's Name	RMI TITANIUM CO., LLC	PN:	004

[illegible]