

ALCOA INC.  
Form 8-K  
July 06, 2015

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): July 6, 2015 (June 30, 2015)**

**ALCOA INC.**

**(Exact name of Registrant as specified in its charter)**

**Pennsylvania**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1-3610**  
**(Commission**  
**File Number)**

**25-0317820**  
**(I.R.S. Employer**  
**Identification Number)**

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**390 Park Avenue, New York, New York**  
**(Address of Principal Executive Offices)**

**10022-4608**  
**(Zip Code)**

**Office of Investor Relations 212-836-2674**

**Office of the Secretary 212-836-2732**

**(Registrant's telephone number, including area code)**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.05 Costs Associated with Exit or Disposal Activities.**

On June 30, 2015, Alcoa Inc. ( Alcoa ) announced that it will permanently close the Poços de Caldas smelter (capacity of 96,000 metric-tons-per-year) in Brazil effective immediately. The Poços de Caldas smelter has been temporarily idle since May 2014 due to challenging global market conditions for primary aluminum and higher operating costs, which made the smelter uncompetitive. The decision to permanently close the Poços de Caldas smelter was based on the fact that these underlying conditions have not improved. Demolition and remediation activities related to this action will begin in 2016 and are expected to be completed by the end of 2026. The bauxite mine, alumina refinery, aluminum powder plant, and aluminum casthouse at the Poços de Caldas location will continue normal operations.

As a result of this decision, Alcoa expects to record restructuring-related charges between \$130 million and \$140 million (\$100 million and \$110 million after-tax, or \$0.08 and \$0.09 per diluted share) in the second quarter of 2015. These charges include approximately \$85 million to \$90 million for asset impairments to write off the remaining book value of all related properties, plants, and equipment and the write down of inventory to net realizable value, \$30 million to \$35 million for asset retirement obligations and environmental remediation resulting from the decision to permanently close and demolish this facility and related infrastructure, and approximately \$15 million for other costs, primarily related to supplier contract termination. Of these charges, approximately \$45 million to \$50 million will result in future cash outlays, including \$5 million to \$10 million in the remainder of 2015.

Amounts related to this action are still being finalized. Additional details will be provided in Alcoa's Form 10-Q for the quarterly period ended June 30, 2015. Also, it is possible that charges in addition to those described above may be recognized in future periods.

### **Forward-Looking Statements**

This report contains statements that relate to future events and expectations and, as such, constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include those containing such words as anticipates, believes, estimates, expects, forecasts, hopes, outlook, projects, should, targets, will, will likely result, would, or other words of similar meaning. All statements that Alcoa's expectations, assumptions or projections about the future other than statements of historical fact are forward-looking statements, including, without limitation, anticipated financial results or operating performance, the expected timing for completing the closure of the Poços de Caldas smelter, and statements about Alcoa's strategies, objectives, goals, targets, outlook, and business and financial prospects. Forward-looking statements are subject to a number of known and unknown risks, uncertainties and other factors and are not guarantees of future performance. Actual results, performance or outcomes may differ materially from those expressed in or implied by those forward-looking statements. Important factors that could cause Alcoa's actual results to differ materially from those expressed or implied in the forward-looking statements include: (a) the inability to complete the closure, demolition and/or remediation activities relating to the Poços de Caldas smelter in Brazil as planned or within the time periods anticipated, whether due to changes in regulations, technology or other factors; (b) changes in preliminary accounting estimates due to the significant judgments and assumptions required; and (c) the other risk factors disclosed in Part I, Item 1A of Alcoa's Form 10-K for the year ended December 31, 2014, as well as other reports filed with the Securities and Exchange Commission. Alcoa disclaims any intention or obligation to update publicly any forward-looking statements, whether in response to new information, future events or otherwise, except as required by applicable law.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ALCOA INC.

By: /s/ Robert S. Collins  
Robert S. Collins  
Vice President and Controller

Dated: July 6, 2015