

Check this box if no longer subject to Section 16 of the Securities Exchange Act of 1934 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person BARBER WILLIAM K		2. Issuer Name and Ticker or Trading Symbol CLEVELAND-CLIFFS INC. [CLF]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
						<input type="checkbox"/> Director <input type="checkbox"/> Officer <input type="checkbox"/> 10% Owner <input type="checkbox"/> Beneficial Owner <input type="checkbox"/> Joint Owner <input type="checkbox"/> Other			

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* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Reflects the number of restricted shares granted to the Reporting Person as the 2021 Director Restricted Shares pursuant to the Cleveland-Cliffs Inc. 2021 Nonemployee Directors' Compensation Plan.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.