

**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): **AUGUST 27, 2007**

CLEVELAND-CLIFFS INC

(Exact Name of Registrant as Specified in Its Charter)

OHIO	1-8944	34-1464672
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1100 Superior Avenue, Cleveland, Ohio	44114-2589
(Address of Principal Executive Offices)	(Zip Code)

Registrant's Telephone Number, Including Area Code: (216-694-5700)

(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))



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Results for announcement to the market

Percentage increase /
(decrease) from previous
corresponding period ¹ p 6

Portman's estimate of 2007 production is 8.4 million tonnes which includes 0.7 million from Cockatoo Island. Portman's estimate of 2007 sales is 8.2 million tonnes of which 7.65 million tonnes relates to the Koolyanobbing operation.

**DIRECTORS' REPORT
FOR THE HALF-YEAR ENDED 30 JUNE 2007**

The directors of Portman Limited ("Portman" or "the Company") submit herewith the financial report of Portman Limited and its subsidiaries ("the Consolidated Entity") for the half-year ended 30 June 2007. In order to comply with the provisions of the Corporations Act 2001, the directors report as follows:

(a) Directors

The names of the directors of Portman Limited in office during or since the end of the half-year are:

- Joseph A. Carrabba
- Laurie Brlas
- William R. Calfee
- Donald J. Gallagher
- Malcolm H. Macpherson
- Richard R. Mehan
- Michael D. Perrott

All directors held office throughout the period except for Laurie Brlas who was appointed on 6 April 2007.

(b) Directors' Independence Declaration

The directors declare that they are independent in relation to the Company.

PORTMAN LIMITED

**DIRECTORS' REPORT
FOR THE HALF-YEAR ENDED 30 JUNE 2007**

Mt. Finnerty Project Area

During the half year Portman earned 80% iron ore rights to the project area. Reed Resources elected to retain their 20% interest.

Cockatoo Island Joint Venture

No exploration was carried out during the first six months of 2007. Feasibility work on stage 3 is ongoing.

Corporate

No dividend has been declared for the first half of 2007.

(d) Rounding of amounts to nearest thousand dollars

The Consolidated Entity is of the kind specified in Australian Securities and Investments Commission Class Order 98/0100 dated 10 July 1998, and in accordance with that Class Order amounts in the directors' report and the half-year financial report are rounded off to the nearest thousand dollars unless otherwise indicated.

Signed in accordance with a resolution of directors made pursuant to s.306(3) of the Corporations Act 2001.

On behalf of the Directors

/s/ J. Carrabba

/s/ R. R. Mehan

J A Carrabba
Chairman
24 August 2007
Perth, Western Australia

R R Mehan
Director

Portman Limited
The Board of Directors
Level 11, The Quadrant
1 William Street
PERTH WA 6000

24 August 2007

Dear Board Members

Portman Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Portman Limited.

As lead audit partner for the review of the financial statements of Portman Limited for the half-year ended 30 June 2007, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- (i) the auditor independence requirements of the Corporations Act 2001 in relation to the review; and
- (ii) any applicable code of professional conduct in relation to the review.

Yours sincerely

/s/ Deloitte Touche Tohmatsu
DELOITTE TOUCHE TOHMATSU

/s/ AT Richards
AT Richards
Partner
Chartered Accountants

Member of
Deloitte Touche Tohmatsu

Liability limited by a scheme approved under Professional Standards Legislation.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Portman Limited is not in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the consolidated entity's financial position as at 30 June 2007 and of its p

PORTMAN LIMITED
DIRECTORS' DECLARATION
FOR THE HALF-YEAR ENDED 30 JUNE 2007

The directors declare that:

- (a) in the directors' opinion, there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable; and
- (b) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the Corporations Act 2001, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the consolidated entity.

Signed in accordance with a resolution of the directors, made pursuant to s 303(5) of the Corporations Act 2001.

On behalf of the Directors

PORTMAN LIMITED
CONDENSED CONSOLIDATED INCOME STATEMENT
FOR THE HALF-YEAR ENDED 30 JUNE 2007

	Notes	Consolidated Half-year ended	
		30 June 2007 \$'000	30 June 2006 \$'000
Revenue	2(a)	266,222	208,776
Cost of sales		(149,717)	(109,331)
Gross profit		116,505	99,445
Other revenue	2(a)	5,301	2,053
Other income	2(a)	587	(165)
Shipping and selling expenses		(26,969)	(21,075)
Marketing expenses		(941)	(683)
Administrative expenses		(3,740)	(3,034)
Finance costs	2(b)	(1,871)	(1,701)
Other expenses	2(b)	(7,468)	(549)
Profit before income tax		81,404	74,291
Income tax expense		(24,296)	(21,993)
Profit for the period		57,108	52,298
Profit attributable to members of the parent entity		57,108	52,298
Earnings per share:			
Basic (cents per share)		32.50	29.77
Diluted (cents per share)		32.50	29.77

Notes to the financial statements are included on pages 17 to 19.

PORTMAN LIMITED
CONDENSED CONSOLIDATED BALANCE SHEET
AS AT 30 JUNE 2007

	Consolidated Half-year ended	
	30 June 2007 \$'000	31 December 2006 \$'000
Notes		
CURRENT ASSETS		
Cash and cash equivalents	102,825	123,567
Trade and other receivables	46,225	43,926
Inventories	83,560	73,087
Other financial assets	30,539	8,035
Other assets	479	820
TOTAL CURRENT ASSETS	263,628	249,435
NON-CURRENT ASSETS		
Trade and other receivables	1,032	1,207
Inventories	45,199	39,549
Other financial assets	36,591	4,547
Property, plant and equipment	205,513	209,284
TOTAL NON-CURRENT ASSETS	288,335	254,587
TOTAL ASSETS	551,963	504,022
CURRENT LIABILITIES		
Trade and other payables	52,484	58,352
Borrowings	3,482	3,745
Current tax payables	13,584	31,043
Provisions	10,563	7,197
TOTAL CURRENT LIABILITIES	80,113	100,337
NON-CURRENT LIABILITIES		
Borrowings	33,623	36,279
Deferred tax liabilities	9,080	6,707
Provisions	11,226	10,391
TOTAL NON-CURRENT LIABILITIES	53,929	53,377
TOTAL LIABILITIES	134,042	153,714
NET ASSETS	417,921	350,308
EQUITY		
Issued capital	105,774	105,774
Reserves	18,589	8,084
Retained earnings	293,558	236,450
TOTAL EQUITY	417,921	350,308
Net tangible assets per security	\$2	ity

PORTMAN LIMITED
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF-YEAR ENDED 30 JUNE 2007

	Consolidated Half-year ended	
	30 June 2007 \$'000	30 June 2006 \$'000
Notes		
Issued Capital		
Balance at beginning of period	105,774	105,774
Balance at end of period	105,774	105,774
Reserves		
<u>Hedging Reserve</u>		
Balance at beginning of period	8,084	843
Cash flow hedges:		
Gain taken to equity	12,266	4,422
Transferred to income statement for the period	2,741	(758)
Income tax on items taken directly to or transferred from equity	(4,502)	(1,100)
Balance at end of period	18,589	3,407
Retained Earnings		
Balance at beginning of period	236,450	139,166
Retained earnings adjustment due to change in accounting policies:		
Write back of exploration and evaluation expenditure net of tax	-	(17,309)
Write back of deferred waste net of tax	-	(769)
Adjusted opening retained earnings	236,450	121,088
Profit for the period	57,108	52,298
Balance at end of period	293,558	173,386

Notes to the financial statements are included on pages 17 to 19.

PORTMAN LIMITED
CONDENSED CONSOLIDATED CASH FLOW STATEMENT
FOR THE HALF-YEAR ENDED 30 JUNE 2007

	Consolidated Half-year ended	
	30 June 2007 \$'000	30 June 2006 \$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from customers	261,567	184,020
Payments to suppliers and employees	(209,898)	(161,694)
GST received	18,566	15,528
Interest and other costs of finance paid	(1,792)	(1,428)
Income taxes paid	(43,884)	(27,805)
Net cash flows provided by operating activities	24,559	8,621
CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for property, plant and equipment	(5,474)	(43,452)
Proceeds from sale of property, plant and equipment	(21)	73
Interest received	4,447	2,003
Term Deposits & Commercial Bills acquired*	(42,502)	-
Net cash flows used in investing activities	(43,550)	(41,376)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of lease liabilities	(313)	(1,085)
Repayment of borrowings	(1,438)	(1,391)
Net cash flows used in financing activities	(1,751)	(2,476)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(20,742)	(35,231)
Cash and cash equivalents at the beginning of the period	123,567	74,507
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	102,825	39,276

* Maturities exceeding 90 days

Notes to the financial statements are included on pages 17 to 19.



Note 5. Subsequent Events

At 13 August 2007 the Portman Iron Ore Ltd signed a Deed of Release for \$650 thousand with Australian Western Railroad Pty Ltd (“AWR”), a subsidiary of the Australian Railroad Group (“ARG”), to settle the claim against AWR for damage to a rotary car dumper.

Note 6. Segment Information

- (a) Business Segment
The Consolidated Entity operates in one business segment - iron ore mining and exploration.
- (b) Geographic Segment
The Consolidated Entity operates in one geographic segment - Australia.

Note 7. Joint Venture

The Consolidated Entity has a 50% joint venture interest in the Cockatoo Iron Ore Joint Venture. The Consolidated Entity’s share of the results of this joint venture has been included in the Income Statement to 30 June 2007.

	Consolidated Half-year ended	
	30 June 2007 \$'000	30 June 2006 \$'000
Share of joint venture profit before tax	5,395	6,179