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Item 1(a).      Name of Issuer:

Cleveland-Cliffs Inc.

Item 1(b).      Address of Issuer's Principal Executive Offices:

200 Public Square  
Cleveland, Ohio  
44114-2315

Item 2(a).      Name of Person Filing:

This statement is filed by ArcelorMittal and ArcelorMittal North America Holdings LLC, an indirect wholly-owned subsidiary of ArcelorMittal, with respect to shares of Common Stock, \$0.125 par value per share ("Shares"), of the Issuer indirectly beneficially owned by ArcelorMittal and directly beneficially owned by ArcelorMittal North America Holdings LLC.

Items 2(b).      Address of Principal Business Office or, if none, Residence:

The address of the principal business office of ArcelorMittal is:

24-26, Boulevard d'Avranches, L-1160 Luxembourg,  
Grand Duchy of Luxembourg

The address of the principal business office of ArcelorMittal North America Holdings LLC is:

1 South Dearborn Street, 13th Floor  
Chicago, IL 60603

Items 2(c).      Citizenship:

ArcelorMittal is a company organized under the laws of The Grand Duchy of Luxembourg.

ArcelorMittal North America Holdings LLC is Delaware limited liability corporation.

Item 2(d).      Titles of Classes of Securities:

Common Stock, par value of \$0.125 per share

Item 2(e).      CUSIP NUMBER: 185899101

Item 3.      If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a)     Broker or dealer registered under Section 15 of the Exchange Act
- (b)     Bank as defined in Section 3(a)(6) of the Exchange Act
- (c)     Insurance company as defined in Section 3(a)(19) of the Exchange Act
  
- (d)     Investment company registered under Section 8 of the Investment Company Act of 1940
- (e)     Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E)
- (f)     Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)
- (g)     Parent holding company, in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h)     Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i)     Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940.
- (j)     Non-bank financial institution in accordance with Rule 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k)     Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4.      Ownership

The percentages used herein are calculated using a denominator of 477,428,358 shares of common stock of Cleveland-Cliffs Inc. as of the date of filing.

- (a) Amount beneficially owned: 78,186,671
  - (b) Percent of Class: 16.38%
  - (c) Number of shares as to which such person has:
    - (i) Sole power to vote or to direct the vote: 78,186,671
    - (ii) Shared power to vote or to direct the vote: 0
    - (iii) Sole power to dispose or to direct the disposition of: 78,186,671
    - (iv) Shared power to dispose or to direct the disposition of: 0
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