Milita SheR a..

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden

0.5

hours per response...

Check this box if no longer subject to Section 16. Form 4 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* Eldridge Barry J		2. Issuer Name CLIFFS NAT [CLF]						5. Relationship of Reporting Per (Check all app _X_ Director Officer (give title below)		
(Last) (First) (Middle) 200 PUBLIC SQUARE, STE. 3300		3. Date of Earlie 07/02/2012	st Transact	ion (l	Month/Day/Y	ear)				
(Street) CLEVELAND, OH 44114		4. If Amendmen	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person		
(City) (State)	(Zip)	7	Γable I - N	on-D	erivative Se	curities	s Acqui	ired, Disposed of, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio Code (Instr. 8)					Beneficially Owned Following Reported Transaction(s)	Form:	Beneficial
			Code	V	7 Amount (A) or Price	(Instr. 3 and 4)		Ownership (Instr. 4) sped of (D)		
Common Stock	06/01/2012		A ⁽¹⁾		121.7285	A	\$ 49.29	17,737.0504 (2)	D	
Reminder: Report on a separate lin	e for each class of sec	urities beneficially	owned dire	ctly o	or indirectly.					
	<u> </u>	. j jed					SEC 1474 (9-02)			
	Table II	- Derivative Secur (e.g., puts, calls, v						ly Owned		(2beci
1. Title of Derivative Conversion or Exercise Price of Derivative Security										
2. Derivatf (D) .2Nie										
Sec wnershÔer	ivatuactDti D fan	r Exercise					•		•	•
			7							
]						

- * 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).
- Reflects number of Common Shares credited to the account of the Reporting Person in payment of the Reporting Person's required quarterly retainer for the third quarter (1) under the Cliffs Natural Resources Inc. Nonemployee Directors' Compensation Plan (the "Plan"). Full shares earned pursuant to the Plan in 2012 will be issued effective January 1, 2013.
- (2) The Board of Directors of Cliffs Natural Resources Inc. declared dividends of 0.625 per share, payable to all holders of record as of April 27, 2012. The amount shown reflects 105.4211 shares credited on June 1, 2012 to the 0.025 reflects 0.025 ref