# FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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hours per response... 0.5

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

Derivative Conversion Oate Security (Instr. 3) Price of Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 4) Security (Instr. 5) Security (Instr. 8) Security (Instr. 8) Security (Instr. 8) Security (Instr. 8) Security (Instr. 5) Security (	(Print or Ty	pe Response	s)															
200 PUBLIC SQUARE, SUITE 3300  O2/10/2016  4. If Amendment, Date Original Filed(Month/Day/Year) O2/10/2016  6. Individual or Joint/Group Filing(check Applicable Line) X. From filed by One Reporting Person  Security (Instr. 3)  O2/10/2016  1. Title of Security (Instr. 3)  O2/10/2016  Code  V. Amount (D) Price  O2/10/2016  Code  V. Amount (D) Price  O2/10/2016  F(II)  A,502  D  Seminder Securities  O2/10/2016  F(II)  O2/10/2016  F(III)  O2/10/2016  F(III)  O2/10/2016  F(III)  O3. Transaction (Instr. 3)  O2/10/2016  F(III)  O4. Securities Acquired (A) or Disposed of (D) (Instr. 3)  O3/10/2016  F(III)  O4. Securities Acquired (A) or Disposed of (D) (Instr. 3)  O4. Amount (D) Price  O5. Amount of Securities  O6. Amount of Securities  O6. Month/Day/Year)  O6. Individual or Joint/Group Filing(check Applicable Line)  A sequired (A) or Disposed of (D) (Instr. 3)  O6. Amount of Securities  O6. Month/Day/Year)  O7. Nature  O6. Month/Day/Year)  O7. Nature  O7. Nat	1 &				CLIFF	CLIFFS NATURAL RESOURCES INC.							Direct	(Check all applicable)  Director 10% Owner  X Officer (give title below) Other (specify below)				
CLEVELAND, OH 44114-2315  CRIED (City) (State) (Zip) (Zip) (State) (Zip)						` '								EVP, (	United States	iron Ore		
Common Shares   Common Share	, ,				4. If Amendment, Date Original Filed(Month/Day/Year)							_X_ Form fil	_X_ Form filed by One Reporting Person					
Common Shares   Date (Month/Day/Year)   Common Shares   Direct (Date in Month/Day/Year)   Code   V Amount (D)   Price   Code   V Amount (D)   Price   Code   V Amount (D)   Price   Code   Cod	(City	)	(State)	(Zip)		Table I - Non-Derivative Securities Acqu						quired, Disp	ired, Disposed of, or Beneficially Owned					
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.    April	•		Date	Execution Date, i		Code (Instr. 8)		ction	(A) or Disposed of		of (I	D) Beneficia Reported	ally Owned Following d Transaction(s)		Ownership Form: Direct (D)	of Indirect Beneficial Ownership		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.    Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.    Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   Amount of Derivative Securities (Instr. 3 and Price of Derivative Security Security Securities Acquired (A) or Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 4)   Date							C	ode	V	Amour		Pric	ce			(I)	(Instr. 4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)   1. Title of Derivative Securities (e.g., puts, calls, warrants, options, convertible securities)   2.	Common	Shares		02/10/2016			F	(1)		4,502	D		9 144,888	3		D		
1. Title of Derivative Security (Instr. 3)  Price of Derivative Security (Instr. 3)  Price of Derivative Security (Instr. 3)  Derivative Securities (Instr. 4)  Derivative Security (Instr. 4)  Direct (D) (Instr. 4)  Date Exercisable Expiration Date (Instr. 4)  Date Exercisable Expiration Date (Instr. 4)  Date Exercisable Expiration Date (Instr. 4)  Derivative Security (Instr. 4)  Direct (D) (Instr. 4)  Date Exercisable Expiration Date (Instr. 4)  Date Exercisable Expiration Date (Instr. 4)  Derivative Securities (Instr. 4)  Direct (D) (Instr. 4)  Derivative Securities (Instr. 4)  Direct (D) (Instr. 4)  Date Exercisable Expiration Date (Instr. 4)								equire	conta the f	ained i orm dis	n this fo splays a of, or Ber	orm a	are not requently valid	uired to res OMB con	spond unle	ss	14/4 (9-02)	
Exercisable Date of	Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution Da any	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		6. Date Exerc and Expiratio (Month/Day/		cisable on Date /Year)		Title and mount of inderlying ecurities nstr. 3 and	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s	Owners Form o Derivat Security Direct ( or Indir (s) (I)	Beneficia Ownersh (Instr. 4)	
					C	Code V	(A)	(D)	Exer	cisable	Date		of					

### **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Fedor Terry G. 200 PUBLIC SQUARE SUITE 3300 CLEVELAND, OH 44114-2315			EVP, United States Iron Ore						

# **Signatures**

/s/ James D. Graham by Power of Attorney	02/11/2016		
-Signature of Reporting Person	Date		

# **Explanation of Responses:**

- \* 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) Surrender of shares in payment of tax liability incurred on February 10, 2016, the date of restricted share units vesting to the Reporting Person.

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.