FORM 4

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

OMB APPROVAL
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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 Security (Instr. 3) Date (Month/Day/Year) Price of Derivative Security (Instr. 3) Date (Month/Day/Year) Derivative Security Security Derivative Securities (Instr. 3) Derivative Securities (Instr. 5) Derivative Securities (Instr. 5) Derivative Securities (Instr. 4) Direct (D) (Instr. 4) (Instr. 4) Date Expiration Expiration Date (Month/Day/Year) Derivative Securities (Instr. 4) Derivative Securities (Instr. 4) Direct (D) (Instr. 4) Date Expiration Expiration Date (Month/Day/Year) Derivative Securities (Instr. 4) Derivative Securities (Instr. 4) Derivative Securities (Instr. 4) Derivative Securities (Instr. 4) Direct (D) (Instr. 4) Direct (D) (Instr. 4) Direct (D) (Instr. 4) Date Expiration Expiration Form of Underlying Securities (Instr. 5) Derivative Securities (Instr. 4) Direct (D) (Instr. 4)	(Print or Ty	pe Response	s)													
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CLEVELAND, OH 44114-2315 Clip Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 3) Code (Instr. 3) Code (Instr. 4)											Office	r (give title belo	ow)(Other (specify b	elow)	
City	CLEVEL	AND OF	, ,	5	4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ Form filed by One Reporting Person					
Common Shares Date (Month/Day/Year) Month/Day/Year) Month/						Ta	ble I - N	on-De	rivative	Securities	s Acqu	ired, Dispo	osed of, or l	Beneficially (Owned	
Common Shares 10/01/2020 A 4/478 A 5/6.7 217,760 D Common Shares 10/01/2020 F 1,343 D 5/6.7 216,417 D 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 (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Conversion Date (month/Day/Year) Price of Derivative Security Price of Derivative Securities (Instr. 3) Price of Derivative Securities (Month/Day/Year) Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) Acquired (A) or Disposed of (D) (Instr. 4) Amount of Number (Instr. 4) Amount of Number (Instr. 4)		Instr. 3) Date		Date	Execution Date, if any		Code (Instr. 8)		(A) or (D)	(A) or Disposed of (D)		Beneficially Owned Following Reported Transaction(s)		following (s)	Ownership Form: Direct (D)	of Indirect Beneficial Ownership
Common Shares 10/01/2020 F 1,343 D S 6,7 216,417 D 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) 1. Title of 2. Derivative Conversion Date (Execution Date (Instr. 3)) Price of Derivative Security Price of Derivative Security Security Security Security Securities Acquired (A) or Disposed of (Instr. 3) Ownership of (Instr. 4) Date Expressable Date Date Expressable Date Date Expression Title Nature or Title Number Amount of Underlying Securities Securities Securities Amount of Underlying Security Security Security Security Conversion (Instr. 4) Date Expressable Date Date Expressable Date Table II - Derivative Security S							Code	· V	Amou						(I)	(Instr. 4)
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Contained in this form are not required to respond unless the form displays a currently valid OMB control number.	Common	Shares		10/01/2020			A			A		217,760	,760		D	
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Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Stoliar Gabriel 200 PUBLIC SQUARE SUITE 3300 CLEVELAND, OH 44114-2315	X						

Signatures

/s/ James D. Graham by Power of Attorney	10/05/2020
**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).
- Reflects the number of common shares issued to the Reporting Person in payment of the Reporting Person's quarterly retainer in lieu of cash for the fourth quarter pursuant to (1) the Reporting Person's election to participate in the Cleveland-Cliffs Inc. Nonemployee Director Retainer Share Election Program. The Reporting Person elected to participate in the Retainer Election Program at 100%.
- (2) Surrender of shares in payment of tax liability in connection with the Reporting Person's participation in the Retainer Election Program.

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.