

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934 (Amendment No. __)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

Cliffs Natural Resources Inc.

(Name of Registrant as Specified In Its Charter)

Casablanca Capital LP
Donald G. Drapkin
Douglas Taylor
Robert P. Fisher, Jr.
Celso Lourenco Goncalves
Joseph Rutkowski
Gabriel Stoliar

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rule 14a-6(i)(4) and 0-11.
 - 1) Title of each class of securities to which transaction applies:

 - 2) Aggregate number of securities to which transaction applies:

 - 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act

Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

On June 26, 2014, Casablanca Capital LP and its affiliates ("Casablanca") issued a press release (the "Presentation Press Release") announcing its release of a detailed presentation, which outlines its plan to drive substantial value creation for all shareholders of Cliffs Natural Resources Inc. (the "Company"). A copy of the Presentation Press Release is attached hereto as Exhibit A.

On June 26, 2014, Casablanca issued a second press release (the "Merrin Press Release") announcing that Patrice E. Merrin had withdrawn from Casablanca's slate of nominees for election as directors at the Company following her appointment to the board of directors of Glencore plc. A copy of the Merrin Press Release is attached hereto as Exhibit B.

Also on June 26, 2014, Casablanca posted the following to www.FixCliffs.com:

06.26.14 Patrice Merrin Withdraws as Casablanca Capital Nominee for Cliffs Natural Resources to Join Board of Glencore

06.26.14 Casablanca Capital Files Investor Presentation Detailing Case for Fundamental Change at Cliffs

CASABLANCA CAPITAL LP, DONALD G. DRAPKIN AND DOUGLAS TAYLOR (COLLECTIVELY, "CASABLANCA") HAVE FILED WITH THE SECURITIES AND EXCHANGE COMMISSION (THE "SEC") A DEFINITIVE PROXY STATEMENT AND ACCOMPANYING FORM OF PROXY CARD TO BE USED IN CONNECTION WITH THE SOLICITATION OF PROXIES FROM STOCKHOLDERS OF CLIFFS NATURAL RESOURCES INC. (THE "COMPANY") IN CONNECTION WITH THE COMPANY'S 2014 ANNUAL MEETING OF STOCKHOLDERS. ALL STOCKHOLDERS OF THE COMPANY ARE ADVISED TO READ THE DEFINITIVE PROXY STATEMENT AND OTHER DOCUMENTS RELATED TO THE SOLICITATION OF PROXIES BY CASABLANCA, ROBERT P. FISHER, JR., CELSO LOURENCO GONCALVES, JOSEPH RUTKOWSKI AND GABRIEL STOLIAR (COLLECTIVELY, THE "PARTICIPANTS") BECAUSE THEY CONTAIN IMPORTANT INFORMATION, INCLUDING ADDITIONAL INFORMATION RELATED TO THE PARTICIPANTS. THE DEFINITIVE PROXY STATEMENT AND AN ACCOMPANYING PROXY CARD HAVE BEEN FURNISHED TO SOME OR ALL OF THE COMPANY'S STOCKHOLDERS AND ARE, ALONG WITH OTHER RELEVANT DOCUMENTS, AVAILABLE AT NO CHARGE ON THE SEC'S WEB SITE AT [HTTP://WWW.SEC.GOV](http://WWW.SEC.GOV). IN ADDITION, OKAPI PARTNERS LLC, CASABLANCA'S PROXY SOLICITOR, WILL PROVIDE COPIES OF THE DEFINITIVE PROXY STATEMENT AND ACCOMPANYING PROXY CARD WITHOUT CHARGE UPON REQUEST BY CALLING (212) 297-0720 OR TOLL-FREE AT (877) 274-8654.

INFORMATION ABOUT THE PARTICIPANTS AND A DESCRIPTION OF THEIR DIRECT OR INDIRECT INTERESTS BY SECURITY HOLDINGS IS CONTAINED IN THE DEFINITIVE PROXY STATEMENT ON SCHEDULE 14A FILED BY CASABLANCA WITH THE SEC ON JUNE 12, 2014. THIS DOCUMENT CAN BE OBTAINED FREE OF CHARGE FROM THE SOURCES INDICATED ABOVE.

Casablanca Capital Files Investor Presentation Detailing Case for Fundamental Change at Cliffs

Urges Shareholders to Vote the GOLD Proxy and Elect Leadership Committed to Restoring Shareholder Value

New York – June 26, 2014 – Casablanca Capital LP (“Casablanca”), the beneficial owner of approximately 5.2% of Cliffs Natural Resources Inc. (NYSE: CLF), today released a detailed presentation outlining its plan to drive substantial value creation for all Cliffs shareholders. The presentation, along with other information regarding Casablanca’s nomination of six director candidates for election to the Board of Directors at the Company’s upcoming 2014 Annual Meeting of shareholders to be held on July 29, 2014, can be found at www.fixcliffs.com.

Donald Drapkin, Chairman of Casablanca, stated, “Cliffs’ Board supported an expansion strategy that destroyed over \$9 billion of capital and drove the share price down by 85%. This Board continues to resist the fundamental change that is needed to get Cliffs back on track. The incompetence, inaction, misaligned compensation and self-interest must come to an end. We urge shareholders to elect a new slate of directors who will refocus Cliffs on its core U.S. iron ore business, stop the bleeding at Bloom Lake, drastically reduce overhead, divest non-core assets and start generating positive returns for shareholders.”

Key issues addressed in Casablanca’s presentation include:

- Cliffs’ failed diversification strategy, which has wasted billions in shareholder capital and allowed the Company to drift away from the strength of its core U.S. iron ore franchise;
- Cliffs’ cost structure, which, in spite of recently announced cuts, remains bloated;
- The Board’s entrenched and under-qualified directors, whose lack of alignment with shareholders is demonstrated by their de minimis ownership of Cliffs and their propensity for awarding management excessive compensation despite poor performance.

Casablanca’s independent, knowledgeable and experienced Director nominees intend to guide Cliffs for the benefit of all shareholders. Casablanca urges all shareholders to vote their shares FOR Casablanca’s independent nominees on the GOLD proxy card.

Shareholders who have any questions or require assistance in submitting the GOLD proxy card are encouraged to contact Okapi Partners at (212) 297-0720 or (877) 274-8654 (toll-free).



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Stockholders Call Toll-Free at: (877) 274-8654
E-mail: info@okapipartners.com

About Casablanca Capital LP

Casablanca Capital is an Event Driven and Activist investment manager based in New York, founded in 2010 by Donald G. Drapkin and Douglas Taylor. Casablanca invests in high quality but underperforming public companies that have multiple levers to unlock shareholder value. The firm seeks to engage with the management, boards, and shareholders of those companies in a constructive dialogue in order to enhance shareholder value through improved operational efficiencies, strategic divestitures, capital structure optimization and increased corporate focus. In 2011, Casablanca successfully initiated a campaign at Mentor Graphics Corporation to improve profitability and enhance value at the company, working with shareholders to elect three nominees to Mentor's Board.

Cautionary Statement Regarding Opinions and Forward-Looking Statements

Certain information contained herein constitutes "forward-looking statements" with respect to Cliffs Natural Resources Inc. ("Cliffs"), which can be identified by the use of forward-looking terminology such as "may," "will," "seek," "should," "could," "expect," "anticipate," "project," "estimate," "intend," "continue" or "believe" or the negatives thereof or other variations thereon or comparable terminology. Such statements are not guarantees of future performance or activities. Due to various risks, uncertainties and assumptions, actual events or results or actual performance may differ materially from those reflected or contemplated in such forward-looking statements. The opinions of Casablanca Capital LP ("Casablanca") are for general informational purposes only and do not have regard to the specific investment objective, financial situation, suitability or particular need of any specific person, and should not be taken as advice on the merits of any investment decision. This material does not recommend the purchase or sale of any security. Casablanca reserves the right to change any of its opinions expressed herein at any time as it deems appropriate. Casablanca disclaims any obligation to update the information contained herein. Casablanca and/or one or more of the investment funds it manages may purchase additional Cliffs shares or sell all or a portion of their shares or trade in securities relating to such shares.

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**Patrice Merrin Withdraws As Casablanca Capital Director Nominee
for Cliffs Natural Resources to Join Board of Glencore**

*Merrin's Appointment as First Woman to Serve on Glencore Board
Underscores Quality of Casablanca Slate*

*Urges Shareholders to Vote GOLD Proxy and Elect Leadership Committed
to Restoring Value for Cliffs Shareholders*

New York – June 26, 2014 – Casablanca Capital LP (“Casablanca”), the beneficial owner of approximately 5.2% of Cliffs Natural Resources Inc. (NYSE: CLF), today announced that Patrice Merrin has withdrawn from the slate of directors nominated by Casablanca to serve on the Cliffs Board following her appointment today to the Board of Directors of Glencore plc.

“We congratulate Patrice on her appointment to the Glencore Board,” said Donald Drapkin, Chairman of Casablanca. “We appreciate the important contributions she has made to our effort to drive change at Cliffs and believe her appointment as the first woman ever to serve on the Glencore Board underscores the quality of all of our nominees. We are encouraged by the support we have received to date from shareholders in our campaign for change at Cliffs, and we look forward to the Cliffs annual meeting on July 29th.”

Shareholders who have any questions or require assistance in submitting the GOLD proxy card are encouraged to contact Okapi Partners at (212) 297-0720 or (877) 274-8654 (toll-free). Additional information regarding Casablanca’s investment in Cliffs and campaign for shareholder value in connection with the upcoming 2014 Annual Meeting of shareholders, to be held on July 29, 2014, can be found at www.fixcliffs.com.



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