## FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
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

|  | pe Response   |                                     |   |  |             |  |  |  |  |                  |                     |   |  |
|--|---------------|-------------------------------------|---|--|-------------|--|--|--|--|------------------|---------------------|---|--|
| 1. Name and Address of Reporting Person * Fisher Robert P Jr |               |                                     | 2. Issuer Name and Ticker or Trading Symbol CLEVELAND-CLIFFS INC. [CLF] |  |             |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner   |  |  |                  |                     |   |  |
| (Last) (First) (Middle)<br>200 PUBLIC SQUARE, SUITE 3300     |               |                                     | 3. Date of Earliest Transaction (Month/Day/Year) 10/02/2017             |  |             |  | Office   | r (give title belo   | ow)(   | Other (specify b | elow)               |   |  |
| (Street)   |               |                                     | 4. If Amendment, Date Original Filed(Month/Day/Year)                    |  |             |  | 6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person  Form filed by More than One Reporting Person |  |  |                  |                     |   |  |
| CLEVELAND, OH 44114-2315 (City) (State) (Zip)                |               |                                     | Table I - Non-Derivative Securities Acqu                                |  |             |  |  | ired, Disposed of, or Beneficially Owned   |  |                  |                     |   |  |
| (Instr. 3) Date  |               | 2. Transaction Date Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year              | (Instr. 8)   | (A)<br>(D)  | (A) or Disposed of (D) (Instr. 3, 4 and 5)     |  | Beneficial   | of Securities y Owned Following ransaction(s) d 4) |                  | Form:<br>Direct (D) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership           |  |
|  |               |                                     |   |  | Code        | V Am   | ount (A)   | Price  |  |                  |                     | or Indirect (I) (Instr. 4)                                    | (Instr. 4)   |
| Common   | Shares        |                                     | 10/02/2017  |  | A           | 1,1  | 80 A   | \$<br>7.15   | 80,585   |                  |                     | D   |  |
| Reminder:  | Report on a s | separate line for                   | each class of securi  | ities beneficially ov  |             | Persons<br>containe                            | who respo  | rm ar  | e not requ   |                  | spond unle          | ss  | 1474 (9-02)  |
| Reminder:  | Report on a s | separate line for                   | Table II - I  | Derivative Securiti  | ies Acquire | Persons<br>containe<br>the form                | who respond in this food in this food is glays and of, or Be   | orm ard<br>curre   | e not requently valid                              | uired to res     |                     | ss  | 1474 (9-02)  |
| 1. Title of  |               | 3. Transaction                      | Table II - I  | Derivative Securities, puts, calls, was te, if Transaction Code (Instr. 8) | des Acquire | Persons containe the form ed, Dispostions, con | who respond in this for displays a set of, or Be vertible sector cercisable attion Date ay/Year)   | rm are curred cu | e not requently valid                              | OMB conf         | spond unle          | of 10. Ownersh Form of Derivatii Security Direct (I or Indire | 11. Natur<br>of Indire<br>Beneficia<br>Ownersh<br>(Instr. 4) |

### **Reporting Owners**

|   | Relationships |              |         |       |  |  |
|---|---------------|--------------|---------|-------|--|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer | Other |  |  |
| Fisher Robert P Jr<br>200 PUBLIC SQUARE<br>SUITE 3300<br>CLEVELAND, OH 44114-2315 | X             |              |         |       |  |  |

# **Signatures**

| /s/ James D. Graham by Power of Attorney | 10/04/2017 |
|--|------------|
| **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 25%.

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.