FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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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

pe Response	s)															
1. Name and Address of Reporting Person* HARLAN M ANN				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) 200 PUBLIC SQUARE, SUITE 3300			3. Date of Earliest Transaction (Month/Day/Year) 01/02/2020							y/Year)	Office	er (give title belo	ow)	Other (specify b	elow)	
			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		3. Transac Code (Instr. 8)		4. Securities Acq (A) or Disposed of (D)		uired 5. Amound Benefician Reported		nt of Securities ally Owned Following 1 Transaction(s)		6. Ownership Form: Direct (D)	Beneficial Ownership		
						C	ode	V	Amou	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Shares		01/02/2020					A		1,786 (1)			21,992			D	
							t equired	conta the fo	ained i orm dis	n this for splays a o	m are curre	e not requently valid	uired to res OMB con	spond unle	ss	
	Date	3A. Deemed Execution Day Year) any	te, if 4. Tra	nsacti le	ion N	S. Numborf Deriv Secur Acqui (A) or Dispo of (D) (Instr	poer stative rative rities ired rosed) . 3, 15)	6. Da and E (Mon	tte Exer Expiration hth/Day	cisable on Date /Year)	7. T Amound Secon (Ins 4)	Title and ount of derlying urities str. 3 and		Derivative Securities Beneficially Owned Following Reported	Ownersl Form of Derivati Security Direct (I or Indirect)	Beneficia Ownershi (Instr. 4)
	a Shares Report on a s Conversion or Exercise Price of Derivative	N M ANN (First) (ELIC SQUARE, SUITE (Street) AND, OH 44114 (State) (State)	Address of Reporting Person NM ANN (First) (Middle) (SLIC SQUARE, SUITE 3300 (Street) AND, OH 44114 (State) (Zip) (State) (Zip) (Month/Day/Year) Table II - I (Conversion or Exercise Price of Derivative) A Address of Reporting Person (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person* N M ANN CLEVE OLIC SQUARE, SUITE 3300 (Street) A. If Amount And Address of Reporting Person* (Street) A. If Amount And Andress of Reporting Person* (Street) A. If Amount Andress of Reporting Person* (Street) A. If Amount Andress of Reporting Person* (Street) A. If Amount Andress of Reporting Person* (Month/Day/Year) (Street) A. If Amount Andress of Reporting Person* (Month/Day/Year) A. If Amount Andress of Reporting Person* (Month/Day/Year) A. If Amount Andress of Reporting Person* (Month/Day/Year) A. If Amount Andress of Reporting Person* (A. If Amount Andress of Person* (Month/Day/Year) A. Deemed Execution Date, if Trailing Andress of Person* (Month/Day/Year) (Ins.)	2. Issuer Name of Name	And Address of Reporting Person CLEVELAND O (First) (Middle) CLIC SQUARE, SUITE 3300 (Street) 4. If Amendment, In the Courier of Date (Month/Day/Year) AND, OH 44114 D (State) (Zip) Tale (Month/Day/Year) O (Month/Day/Year) Table II - Derivative Securities beneficially own (Month/Day/Year) O (Code (Instr. 8)	2. Issuer Name and Tic CLEVELAND-CLI (Middle) 3. Date of Earliest Trans (O1/02/2020 (Street) 4. If Amendment, Date of Execution Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Table II - Derivative Securities Action Date (Month/Day/Year) (Conversion Date (Month/Day/Year) (Month/Day/Year) 3. 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Transaction Date (Instr. 8) Code A Report on a separate line for each class of securities beneficially owned directly any or Exercise Price of Derivative Security 3. Transaction Date (e.g., puts, calls, warrants, opted of (Instr. 8) Table II - Derivative Securities Acquires (e.g., puts, calls, warrants, opted of (Instr. 8) A Derivative Security 3. Transaction Date (e.g., puts, calls, warrants, opted of (Instr. 8) Code (Instr. 8) Table II - Derivative Securities Acquires (e.g., puts, calls, warrants, opted of (Instr. 8) Code (Instr. 8) Code (Instr. 8) A Deemed Execution Date, if Transaction Number Code of (Instr. 8) Code (Instr. 8)	2. Issuer Name and Ticker or Tra CLEVELAND-CLIFFS INC OLIC SQUARE, SUITE 3300 (Street) AND, OH 44114 (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 8) Code (Instr. 8) Persoconta (Leg., puts, calls, warrants, options, any (Month/Day/Year) (Month/Day/Year) A Deemed (Leg., puts, calls, warrants, options, any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Date (Code of Derivative Securities Acquired, A) or Disposed of (D) (Instr. 8) Date (Month/Day/Year) Date Code of Derivative Security Date (A) or Disposed of (D) (Instr. 3, 4, and 5) Date	2. Issuer Name and Ticker or Trading Sy CLEVELAND-CLIFFS INC. [CLJ OLIFE STOR.] (Street) AND, OH 44114 (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day O1/02/2020 4. If Amendment, Date Original Filed(Mont Code (A) or Disposed of CD) (Instr. 8) Code V Amou Conversion or Exercise Price of Derivative Price of Derivative Security 2. Issuer Name and Ticker or Trading Sy CLEVELAND-CLIFFS INC. [CL] 3. Date of Earliest Transaction (Month/Day O1/02/2020) 4. 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Transaction Date (Month/Day/Year) Ol1/02/2020 1. Shares Ol1/02/2020 1. Shares Ol1/02/2020 3. Transaction Executites Acquired, Disposed of (Instr. 8) Ol1/02/2020 A 1,786 A 5,84 Ol1/02/2020 A 1,786 A 8,4 Ol1/02/2020 A 1,786 A 8,4 Ol1/02/2020 Persons who respond to the collection of information contained in this form are not required to respond unle the form displays a currently valid OMB control numbe (e.g., puts, calls, warrants, options, convertible securities) Conversion Date (Month/Day/Year) Ol2/02/02/03 Conversion Date (Month/Day/Year) Ol2/02/02/03 A 1,786 A 8,4 Ol3/03 A 21,992 Persons who respond to the collection of information contained in this form are not required to respond unle the form displays a currently valid OMB control numbe (e.g., puts, calls, warrants, options, convertible securities) Conversion Date (Month/Day/Year) Ol2/02/02/03 A 1,786 A 8,4 Ol3/03 A 1,786 A 8,4	AND, OH 44114 Comparison C

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HARLAN M ANN 200 PUBLIC SQUARE SUITE 3300 CLEVELAND, OH 44114	X					

Signatures

/s/ James D. Graham by Power of Attorney	01/06/2020	
**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 first 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 50%.

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.

LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints James D. Graham, Adam D. Munson and Madeline M. Costanzo and each of them, as the true and lawful attorn The undersigned acknowledges that neither the Company nor such attorney-in-fact assumes (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange This Power of Attorney shall remain in full force and effect as long as the undersigned is subject to the reporting requirements of Section 16 with respect to the undersigned's holdings and IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 21st day of October 2019.

/s/ M. Ann Harlan Director