FORM 4	4
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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).

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

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

### 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

1. Name and Address of Reporting Person <sup>*</sup> Kirsch James F	2. Issuer Name and CLIFFS NATUR			<b>·</b> ·		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) (First) 1000 LAKESIDE AVENUE		3. Date of Earliest Transaction (Month/Day/Year) Officer ( 04/02/2012						Officer (give title below)Ot	ther (specify belo	ow)	
(Street) CLEVELAND, OH 44114	4	4. If Amendment, Da	If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Ch _X_Form filed by One Reporting Person Form filed by More than One Reporting Person						** *		
(City) (State)	(Zip)	Т	able I - No	n-De	rivative S	ecurities	Acqu	ired, Disposed of, or Beneficially Ow	ned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2	(Instr. 8)	ion	4. Securi (A) or Di (Instr. 3,	sposed o		Owned Following Reported Transaction(s)	6. Ownership Form:	Beneficial	
		(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock								1,855.2312 (1)	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 SEC 1474 (9-02) 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

				( <i>e.g.</i> , put	is, ca	alls, warra	nts, c	options, conv	ertible secu	rities)					
1. Title of Derivative	2. Conversion		3A. Deemed Execution Date, if	4. Transact				<ol> <li>Date Exer and Expirati</li> </ol>		7. Title and of Underlyin		8. Price of Derivative	9. Number of Derivative	10. Ownership	11. Nature of Indirect
		(Month/Day/Year)	· · · ·	Code		Securities		(Month/Day		Securities	-8				Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Acquired (				(Instr. 3 and	4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative Security					or Dispose (D) (Instr. 3, 4 and 5)							Following Reported Transaction(s)	Direct (D) or Indirect	(Instr. 4)
				Code	v	(A)		Exercisable	Expiration Date		Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
Stock Units	<u>(2)</u>	04/02/2012		А		86.6301 ( <u>3</u> )		<u>(3)</u>	<u>(3)</u>	Common Shares	86.6301	\$ 69.26	1,426.436 (4)	D	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Kirsch James F 1000 LAKESIDE AVENUE CLEVELAND, OH 44114	Х						

# Signatures

 /s/ Carolyn E. Cheverine By Power of Attorney
 04/04/2012

 \*\*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).
- The amount reflects 6.7678 shares of Restricted Stock acquired March 1, 2012 pursuant to a dividend reinvestment feature of the Cliffs Natural Resources Inc. Nonemployee Directors'
  (1) Compensation Plan (the "Plan"). The Board of Directors of Cliffs Natural Resources Inc. declared dividends of \$0.28 per share, payable to all holders of record as of February 15, 2012.
  The amount also reflects .0037 shares credited on March 1, 2012 to the Reporting Person pursuant to the Dividend Reinvestment and Stock Purchase Plan.
- (2) Convertible into Common Shares on a 1-for-1 basis.

- (3) Reflects number of Common Shares of underlying deferred compensation credited to the account of the Reporting Person in payment of the Reporting Person's required quarterly retainer for the second quarter under the Plan. Each Stock unit is generally distributable following termination of service as a Director.
- (4) The total includes dividend reinvestment pursuant to the Plan. The number of deferred dividend reinvestment equivalent shares earned in the Plan is calculated using the closing market price at the end of each quarter for shares held in the Plan. The Reporting Person was credited with 5.0049 dividend reinvestment shares on March 30, 2012.

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 P. Kelly Tompkins, Carolyn E. Cheverine, James D. Graham, Madeline M. Costanzo, and Keirsten Riedel and each of them, as the true and lawful attorney or attorneys-in-fact, with full power of substitution and revocation, for the undersigned and in the name, place and stead of the undersigned, in any and all capacities, to execute, on behalf of the undersigned any and all statements or reports considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time ("Exchange Act") with respect to the beneficial ownership of shares of Common Stock, par value \$.125 per share, of Cliffs Natural Resources Inc. ("Company"), including, without limitation, all initial statements of beneficial ownership on Form 3; all statements of changes in beneficial ownership on Form 4; all annual statements of beneficial ownership on Form 5; and all notices of proposed sale of securities on Form 144; and any and all other documents that may be required, from time to time, to be filed with the Securities and Exchange Commission, to execute any and all amendments or supplements to any such statements or forms, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting to said attorney or attorneys-in-fact, and each of them, full power and authority to do so and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorney or attorneys-in-fact or any of them or their substitutes, may lawfully do or cause to be done by virtue hereof.

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 Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act. This Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

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 transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 10th day of January, 2012.

/s/ James F. Kirsch Director