| FORM | 4 |
|------|---|
|------|---|

| Check this box if no  |
|-----------------------|
| longer subject to     |
| Section 16. Form 4 or |
| Form 5 obligations    |
| may continue. See     |
| Instruction 1(b).     |

(Print or Type Responses)

#### 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

| (Print or Type Responses)                           | p *                                       |                  | 1  | T           | 1' 0  | 1 1   |             | 5 Relationship of Reporting Perso  | on(e) to Iecue                                 |                         |
|---|---|------------------|--|-------------|---|---|-------------|--|--|-------------------------|
| 1. Name and Address of Reportin<br>TOMPKINS P KELLY | 2. Issuer Name an<br>CLIFFS NATU<br>[CLF] |                  |  | 0,          |   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director<br>X_Officer (give title below)<br>EVP CAO & Pres Cliffs China |             |  |  |                         |
| (Last) (First)<br>200 PUBLIC SQUARE, SU             | 3. Date of Earliest 11/11/2013            | Transaction      | n (Mo  | onth/Day/   | Year)   | EVF CAU & Fies C  | linis Cinna |  |  |                         |
| (Street)<br>CLEVELAND, OH 44114-                    | 4. If Amendment, 1                        | Date Origir      | nal Fi   | led(Month/I | Day/Yea   | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person   |             |  |  |                         |
| (City) (State)                                      | (Zip)                                     | Ta               | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |             |   |   |             |  |  |                         |
| (Instr. 3) Dat                                      | Date<br>(Month/Day/Year)                  |                  | Code<br>(Instr. 8)   |             | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) |   | d of (D)    | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s) | Ownership<br>Form: of Ind<br>Benef             | Beneficial              |
|   |   | (Month/Day/Year) | Code   | V           | Amount  | (A)<br>or<br>(D)  | Price       | (Instr. 3 and 4)   | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Ownership<br>(Instr. 4) |
| Common Shares                                       | 11/11/2013                                |                  | А  |             | 21,600<br>(1)   | А   | \$<br>27.37 | 56,808   | D  |                         |
| Common Shares                                       |   |                  |  |             |   |   |             | 3,862.013 (2)  | Ι  | VNQDO                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

|             |             |                  | (e.g., j           | outs, calls, | wa | rrant  | ts, opt | tions, conver | tible securi | ties)  |         |             |                |             |             |
|-------------|-------------|------------------|--------------------|--------------|----|--------|---------|---------------|--------------|--------|---------|-------------|----------------|-------------|-------------|
| 1. Title of | 2.          | 3. Transaction   | 3A. Deemed         | 4.           |    | 5.     |         | 6. Date Exer  | cisable      | 7. Tit | le and  | 8. Price of | 9. Number of   | 10.         | 11. Nature  |
| Derivative  | Conversion  | Date             | Execution Date, if | Transactio   | on | Numt   | ber     | and Expirati  | on Date      | Amo    | unt of  | Derivative  | Derivative     | Ownership   | of Indirect |
| Security    | or Exercise | (Month/Day/Year) | any                | Code         |    | of     |         | (Month/Day    | /Year)       | Unde   | rlying  | Security    | Securities     | Form of     | Beneficial  |
| (Instr. 3)  | Price of    |                  | (Month/Day/Year)   | (Instr. 8)   |    | Deriv  | ative   |               |              | Secur  | rities  | (Instr. 5)  | Beneficially   | Derivative  | Ownership   |
|             | Derivative  |                  |                    |              | 1  | Secur  | ities   |               |              | (Instr | . 3 and |             | Owned          | Security:   | (Instr. 4)  |
|             | Security    |                  |                    |              |    | Acqui  | ired    |               |              | 4)     |         |             | Following      | Direct (D)  |             |
|             |             |                  |                    |              |    | (A) 01 |         |               |              |        |         |             | 1              | or Indirect |             |
|             |             |                  |                    |              |    | Dispo  |         |               |              |        |         |             | Transaction(s) | < / <       |             |
|             |             |                  |                    |              |    | of (D) |         |               |              |        |         |             | (Instr. 4)     | (Instr. 4)  |             |
|             |             |                  |                    |              |    | (Instr | · · · · |               |              |        |         |             |                |             |             |
|             |             |                  |                    |              | ·  | 4, and | 15)     |               |              |        |         |             |                |             |             |
|             |             |                  |                    |              |    |        |         |               |              |        | Amount  |             |                |             |             |
|             |             |                  |                    |              |    |        |         | Date          | Expiration   |        | or      |             |                |             |             |
|             |             |                  |                    |              |    |        |         | Exercisable   |              | Title  | Number  |             |                |             |             |
|             |             |                  |                    |              |    |        |         | Excicisable   | Date         |        | of      |             |                |             |             |
|             |             |                  |                    | Code         | V  | (A)    | (D)     |               |              |        | Shares  |             |                |             |             |

## **Reporting Owners**

|   | Relationships |              |                             |       |  |  |  |  |  |
|---|---------------|--------------|-----------------------------|-------|--|--|--|--|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer                     | Other |  |  |  |  |  |
| TOMPKINS P KELLY<br>200 PUBLIC SQUARE<br>SUITE 3300<br>CLEVELAND, OH 44114-2315 |               |              | EVP CAO & Pres Cliffs China |       |  |  |  |  |  |

### **Signatures**

/s/ Carolyn Cheverine by Power of Attorney

| 11/13/2013 |
|------------|
| 11/13/2013 |

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).
- (1) Amount reflects restricted share units granted from the Cliffs Natural Resources Inc. 2012 Incentive Equity Plan.
- (2) Balance shown reflects 31.550 and 26.993 shares acquired on June 3, 2013 and September 3, 2013, respectively, pursuant to the dividend reinvestment feature of the Issuer's 2005 Voluntary Non-Qualified Deferred Compensation Plan ("VNQDC").
- (3) Held for the benefit of the Reporting Person by the VNQDC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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