CLEVELAND CLIFFS INC Form 8-K January 05, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

| Date of Report (Date of Earliest Event Reported): | January 3, 200 |
|---|----------------|
|---|----------------|

Cleveland-Cliffs Inc

(Exact name of registrant as specified in its charter)

| Ohio | 1-8944 | 34-1464672 |
|--|--|--|
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |
| 1100 Superior Avenue, Cleveland, Ohio | | 44114-2589 |
| (Address of principal executive offices) | | (Zip Code) |
| Registrant s telephone number, including | area code: | 216-694-5700 |
| | Not Applicable | |
| Former nar | ne or former address, if changed since l | ast report |
| | | |
| Check the appropriate box below if the Form 8-K filir the following provisions: | ng is intended to simultaneously satisfy | the filing obligation of the registrant under any of |
| Written communications pursuant to Rule 425 under Soliciting material pursuant to Rule 14a-12 under Pre-commencement communications pursuant to Pre-commencement communications pursuant to | the Exchange Act (17 CFR 240.14a-12 Rule 14d-2(b) under the Exchange Act | 2) (17 CFR 240.14d-2(b)) |

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Item 1.01 Entry into a Material Definitive Agreement.

On and effective as of January 1, 2006, certain subsidiaries of Cleveland-Cliffs Inc (the "Company"), specifically The Cleveland-Cliffs Iron Company, Cliffs Mining Company and Cliffs Sales Company, entered into an Amended and Restated Pellet Sale and Purchase Agreement (the "Amended Agreement") with Severstal North America, Inc. ("Severstal NA").

Under the terms of the Amended Agreement and subject to certain conditions, the Company and its subsidiaries are the sole supplier of iron ore pellets to Severstal NA through 2012, with certain minimum purchase requirements for certain years. The Amended Agreement may be terminated by either party upon the occurrence of certain events.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Cleveland-Cliffs Inc

January 5, 2006

By: George W. Hawk, Jr.

Name: George W. Hawk, Jr.

Title: General Counsel and Secretary