CLEVELAND-CLIFFS INC.

Form 8-K

November 17, 2017

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): November 17, 2017

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)
(IRS Employer Identification Number)

of Incorporation) (Commission File Number) Identification Number)

200 Public Square, Suite 3300

Cleveland, Ohio
(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (216) 694-5700

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- oWritten communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (Section 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (Section 240.12b-2 of this chapter).

Emerging growth company o

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Item Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;

5.02. Compensatory Arrangements of Certain Officers.

On November 17, 2017, P. Kelly Tompkins announced that he will retire as Executive Vice President & Chief Operating Officer of Cleveland-Cliffs Inc., effective December 31, 2017.

A copy of the press release relating to the planned retirement of Mr. Tompkins is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits. (d) Exhibits.

Exhibit Number Description

99.1

Cliffs Natural Resources Inc. published a news release on November 17, 2017 captioned, "Cleveland-Cliffs Inc. Announces Planned Retirement of P. Kelly Tompkins, Executive Vice President & Chief Operating Officer"

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.

Date: November 17, 2017 By: /s/ James D. Graham

Name: James D. Graham

Title: Executive Vice President, Chief Legal Officer & Secretary

EXHIBIT INDEX

Exhibit Number Description

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