FORM 4

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

OMB APPROVAL
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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

(Print or Ty	pe Response	s)												
1. Name and Address of Reporting Person* MICHAEL RALPH S III				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) 04/28/2021						Office	r (give title belo	ow)	Other (specify b	elow)
(Street)				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					
CLEVELAND, OH 44114														
(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, any (Month/Day/Yea	if Code (Instr.	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		1 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form: Direct (D)	Beneficial Ownership	
					Cod	le '	V Amou	nt (A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Shares 04/28/2021		04/28/2021		A		6,539 (1)	A	\$ 0	137,136			D		
				Derivative Securi		the	e form di Disposed	splays a o	curre eficial	ently valid		spond unle trol numbe		
1. Title of	2.	3. Transaction	1	4.	5.		Date Exe		–	itle and	8. Price of	9. Number	of 10.	11. Natur
Derivative Security	Conversion or Exercise Price of Derivative Security	Date	Execution Da any			r an (N	nd Expirati	Expiration Date nth/Day/Year)		Amount of Inderlying ecurities (Instr. 3 and)	Derivative Security (Instr. 5)		Ownersh Form of Derivativ Security: Direct (I or Indire	of Indirect Beneficial Ownershi (Instr. 4)
				Code V	(A) (I		ate xercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

D (O N /	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
MICHAEL RALPH S III 200 PUBLIC SQUARE SUITE 3300 CLEVELAND, OH 44114	X					

Signatures

/s/ James D. Graham, By Power of Attorney	04/30/2021
**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).
- (1) Reflects the number of restricted shares granted to the Reporting Person as the 2021 Director Restricted Shares pursuant to the Cleveland-Cliffs Inc. 2021 Nonemployee Directors' Compensation Plan.

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.