

**Cleveland-Cliffs Inc**

**Prospectus Supplement dated November 16, 2004  
 to the Prospectus dated July 22, 2004**

The selling securityholders table on pages 61-65 of the prospectus, as amended, is hereby further amended to update and/or add, as applicable, the information regarding the following entities in the prospectus and their respective amount of 3.25% Redeemable Cumulative Convertible Perpetual Preferred Stock.

SELLING SECURITYHOLDER	NATURAL PERSON WITH VOTING OR INVESTMENT CONTROL	SHARES OF PREFERRED STOCK	PRINCIPAL AMOUNT OF CONVERTIBLE SUBORDINATED DEBENTURES	COMMON SHARES	COMMON SHARES OWNED PRIOR TO THIS OFFERING
Argent Classic Convertible Arbitrage Fund (Bermuda) Ltd. (1)	(2)	5,150	5,150,000	83,064	—
UBS O'Connor LLC f/b/o O'Connor Global Convertible Arbitrage Master Ltd.	—	10,500	10,500,000	169,354	—

- (1) The inclusion of this selling securityholder in the prospectus supplement supercedes the information included in the prospectus.
- (2) Henry J. Cox of Argent Financial Group (Bermuda), Ltd.