

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
(State or Other Jurisdiction
of Incorporation)

1-8944
(Commission File Number)

34-1464672
(IRS Employer
Identification Number)

200 Public Square, Suite 3300
Cleveland, Ohio
(Address of Principal Executive Offices)

44114-2315
(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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- 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

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.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; 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

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NEWS RELEASE

Cleveland-Cliffs Inc. Announces Planned Retirement of P. Kelly Tompkins, Executive Vice President & Chief Operating Officer

CLEVELAND - Nov. 17, 2017 - Cleveland-Cliffs Inc. (**NYSE: CLF**) announced today that P. Kelly Tompkins , executive vice president & chief operating officer, will retire effective Dec. 31, 2017.

Lourenco Goncalves, Chairman, President and Chief Executive Officer, said, "Kelly has been a valued member of the executive team at Cliffs and I have enjoyed working with him over the past 3-1/2 years. I am sincerely grateful to Kelly for his dedication and commitment to Cliffs through a time of significant changes at the Company. I wish him well during his retirement."

Mr. Tompkins assumed his current position in January 2017, after having served as executive vice president and chief financial officer since April 2015. Over the past several years, he has been instrumental in Cliffs' turn-around during some of the most challenging times in the iron and steel industry. Mr. Tompkins joined Cliffs in 2010 and has held various executive vice president roles overseeing business development, commercial, legal, strategy, environment, government affairs and communications functions during his tenure. Mr. Tompkins is also very active in the Cleveland community and has represented Cliffs in many arts, education and civic organizations.

About Cleveland-Cliffs Inc.

Founded in 1847, Cleveland-Cliffs Inc. is the largest and oldest independent iron ore mining company in the United States. We are a major supplier of iron ore pellets to the North American steel industry from our mines and pellet plants located in Michigan and Minnesota. Additionally, we operate an iron ore mining complex in Western Australia. By 2020, Cliffs expects to be the sole producer of hot briquetted iron (HBI) in the Great Lakes region with the development of its first production plant in Toledo, Ohio. Driven by the core values of safety, social, environmental and capital stewardship, our employees endeavor to provide all stakeholders with operating and financial transparency. For more information, visit <http://www.clevelandcliffs.com>

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