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CLEVELA	ND CLIFFS ING	2								
Form 4										
September	01, 2006									
FORM	Л 4		~ ~ ~ ~ ~ ~						PPROVAL	
	UNITE	D STATE;			AND EX(1, D.C. 20		COMMISSIO	N OMB Number:	3235-0287	
Check t	agar							Expires:	January 31,	
subject Section	if no longer subject to Section 16. SECURITIES						Estimated burden ho	urs per		
Form 4 Form 5			с <i>(</i> :	1(()) ()			A (C1024	response	. 0.5	
obligati							nge Act of 1934, of 1935 or Secti			
may con <i>See</i> Inst 1(b).	nunue.			•	it Compan	• •		on		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Carrabba Joseph A			2. Issu Symbol	2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			CLEVELAND CLIFFS INC [CLF]			(Check all applicable)				
(Last)	(First)	(Middle)	3. Date	of Earliest 7	Fransaction					
1100 SUPERIOR AVENUE, 15TH FLOOR				(Month/Day/Year) 09/01/2006			X_ Director 10% Owner X_ Officer (give title Other (specif			
			09/01/				below) below) Chief Executive Officer			
	(Street)		4. If An	endment, I	Date Original		6. Individual or	Joint/Group Fili	ng(Check	
CI EVELA	ND, OH 44114		Filed(M	onth/Day/Ye	ar)		Applicable Line) _X_ Form filed by Form filed by	One Reporting P More than One R		
	IND, 011 44114						Person			
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction I (Month/Day/Ye) Execution any		3. Transactio Code (Instr. 8)	4. Securiti onAcquired (Disposed ((Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or	Transaction(s) (Instr. 3 and 4)			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. P
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Seci

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(]
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Retention Units 2006-2008	<u>(1)</u>	09/01/2006		А	2,490 (2)	(3)	(3)	Common Shares	2,490	
Retention Units 2005-2007	<u>(1)</u>					(5)	(5)	Common Shares	1,140	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Carrabba Joseph A 1100 SUPERIOR AVENUE 15TH FLOOR CLEVELAND, OH 44114	Х		Chief Executive Officer				
Signatures							
George W. Hawk, Jr. by Power of Attorney		09/01/2006					
<u>**</u> 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) Convertible into Common Shares on a 1-for-1 basis.
- (2) Represents a grant of additional Retention Units to the Reporting Person effective upon becoming Chief Executive Officer on September 1, 2006.

The retention units are issued under the Cleveland-Cliffs Inc ("Company") Long-Term Incentive Program ("LTI Program") covering the performance period January 1, 2006 through December 31, 2008 (Retention Period). Payment of the retention units will be made in cash

- (3) after the completion of the Retention Period based upon the employment by the Company of the Reporting Person and the market value of a Common Share of the Company on the last day of the Retention Period.
- (4) Total of retention units reflect the 2-for-1 stock split on June 30, 2006, which resulted in the reporting person's receiving 1,245 additional retention units.
- Retention units granted to Reporting Person under the Company's LTI Program covering the period of January 1, 2005 to December 31,
- (5) 2007 (Retention Period). Retention units will be paid out to the Reporting Person in cash based upon the employment by the Company of the Reporting Person and the market value of a Common Share of the Company on the last day of the Retention Period.

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Total of retention units reflect the 2-for-1 stock split on June 30, 2006, which resulted in the Reporting Person's receiving 570 additional retention units.

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.