

CLEVELAND CLIFFS INC
Form 4
August 03, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRINZO JOHN S

2. Issuer Name and Ticker or Trading Symbol
CLEVELAND CLIFFS INC [CLF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1100 SUPERIOR AVENUE, 15TH FLOOR

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

CLEVELAND, OH 44114

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/01/2005		M		15,000	A	\$ 37.8984
Common Stock	08/01/2005		S		4,300	D	\$ 74.4
Common Stock	08/01/2005		S		500	D	\$ 74.41
Common Stock	08/01/2005		S		400	D	\$ 74.43
Common Stock	08/01/2005		S		400	D	\$ 74.45

Edgar Filing: CLEVELAND CLIFFS INC - Form 4

Common Stock	08/01/2005	S	300	D	\$ 74.48	108,107	D
Common Stock	08/01/2005	S	1,700	D	\$ 74.49	106,407	D
Common Stock	08/01/2005	S	800	D	\$ 74.25	105,607	D
Common Stock	08/01/2005	S	600	D	\$ 74.51	105,007	D
Common Stock	08/01/2005	S	1,700	D	\$ 74.52	103,307	D
Common Stock	08/01/2005	S	300	D	\$ 74.61	103,007	D
Common Stock	08/01/2005	S	100	D	\$ 74.68	102,907	D
Common Stock	08/01/2005	S	500	D	\$ 74.69	102,407	D
Common Stock	08/01/2005	S	3,300	D	\$ 74.7	99,107	D
Common Stock	08/01/2005	S	100	D	\$ 74.73	99,007	D
Common Stock	08/02/2005	M	9,000	A	\$ 37.8984	108,007	D
Common Stock	08/02/2005	S	1,800	D	\$ 76	106,207	D
Common Stock	08/02/2005	S	300	D	\$ 76.01	105,907	D
Common Stock	08/02/2005	S	100	D	\$ 76.05	105,807	D
Common Stock	08/02/2005	S	1,400	D	\$ 76.06	104,407	D
Common Stock	08/02/2005	S	100	D	\$ 76.07	104,307	D
Common Stock	08/02/2005	S	800	D	\$ 76.09	103,507	D
Common Stock	08/02/2005	S	500	D	\$ 76.14	103,007	D
Common Stock	08/02/2005	S	2,800	D	\$ 77.46	100,207	D
Common Stock	08/02/2005	S	1,100	D	\$ 77.52	99,107	D
	08/02/2005	S	100	D	\$ 77.64	99,007	D

Common
Stock

Common
Stock

71,759 ⁽¹⁾ I

By
VNQDC
(2)

Common
Stock

17,722 I

By Wife

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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Options (right-to-buy)	\$ 37.8984 ⁽³⁾	08/01/2005		M	15,000	01/12/2003 01/12/2009	Common Shares	15,000
Options (right-to-buy)	\$ 37.8984 ⁽³⁾	08/02/2005		M	9,000	01/12/2003 01/12/2009	Common Shares	9,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRINZO JOHN S 1100 SUPERIOR AVENUE 15TH FLOOR CLEVELAND, OH 44114	X		Chairman & CEO	

Signatures

John S. Brinzo 08/03/2005

**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) Balance shown reflects 27 shares acquired June 1, 2005 pursuant to the dividend reinvestment feature of the Voluntary Non-Qualified Deferred Compensation Plan ("VNQDC") to shareholders of record as of May 20, 2005.
- (2) Held for the benefit of the Reporting Person by the Cleveland-Cliffs Inc VNQDC.
- (3) Original conversion price of this stock option was 75.79688. A 2-for-1 stock split occurred on December 31, 2004. The current conversion price of 37.8984 reflects the effect of the stock split.

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.