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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

**FORM SD**  
**Specialized Disclosure Report**

**CLEVELAND-CLIFFS INC.**

(Exact name of registrant as specified in its charter)

**Commission File No. 1-8944**

**Ohio**

(State or other jurisdiction of incorporation or organization)

**34-1464672**

(I.R.S. Employer Identification No.)

**200 Public Square, Suite 3300, Cleveland, Ohio**

(Address of principal executive offices)

**44114-2315**

(Zip Code)

**James D. Graham**  
**Executive Vice President, Chief Legal and Administrative Officer & Secretary**  
**Cleveland-Cliffs Inc.**

**200 Public Square, Suite 3300**

**Cleveland, Ohio 44114-2315**

**(216) 694-5700**

(Name and telephone number, including area code, of the person to contact in connection with this report.)

Check the appropriate box to indicate the rule pursuant to which this Form is being submitted, and provide the period to which the information in this Form applies:

- Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, \_\_\_\_.
- Rule 13q-1 under the Securities Exchange Act (17 CFR 240.13q-1) for the fiscal year ended December 31, 2023.
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**Section 2 - Resource Extraction Issuer Disclosure**

**Item 2.01 Resource Extraction Issuer Disclosure and Report**

Disclosure of payments by resource extraction issuers.

The payment disclosure required by this Form is included as Exhibit 2.01 to this Form SD.

**Section 3 - Exhibits**

**Item 3.01 Exhibits**

The following exhibit is filed as part of this report on Form SD.

<b>Exhibit number</b>	<b>Description</b>
<a href="#">2.01</a>	Resource Extraction Payment Report

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**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 duly authorized undersigned.

**CLEVELAND-CLIFFS INC.**

By: /s/ James D. Graham  
James D. Graham  
Executive Vice President, Chief Legal and Administrative Officer &  
Secretary

Dated: September 20, 2024

**Resource Extraction Payment Report**

Resource Extraction Issuer: Cleveland-Cliffs Inc.  
Reporting Year: Fiscal Year ended December 31, 2023  
Currency of the report: USD  
Date submitted: September 20, 2024

**Payments by Payee****Figures in thousands**

Country	Payee	Taxes <sup>1</sup>	Royalties	Fees	Production entitlements	Bonuses	Dividends	Payments for infrastructure improvements	Community and social responsibility payments that are required by law or contract	Totals
United States	US Federal Government	\$ 33,658	\$ —	\$ 236	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 33,894
<b>Total</b>		<b>\$ 33,658</b>	<b>\$ —</b>	<b>\$ 236</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 33,894</b>

**Payments by Project****Figures in thousands**

Country	Project	Business Segment	Subnational Jurisdiction	Resource	Method of Extraction	Taxes <sup>1</sup>	Royalties	Fees	Production entitlements	Bonuses	Dividends	Payments for infrastructure improvements	Community and social responsibility payments that are required by law or contract	Totals
United States	Michigan Iron Ore	Steelmaking	Michigan	Iron Ore	Open Pit	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
United States	Minnesota Iron Ore	Steelmaking	Minnesota	Iron Ore	Open Pit	—	—	—	—	—	—	—	—	—
United States	West Virginia Coal	Steelmaking	West Virginia	Coal	Open Pit / Underground Mine	657	—	236	—	—	—	—	—	893
<b>Total</b>						<b>\$ 33,658</b>	<b>\$ —</b>	<b>\$ 236</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 33,894</b>

## Footnote:

<sup>1</sup>Cleveland-Cliffs Inc. (the "Company") files a consolidated income tax return and is the entity that makes the consolidated tax payments. The vast majority of the Company's taxable income does not relate to our resource extraction activities, as our footprint is predominantly comprised of multiple steelmaking operations that use iron ore and coal as raw materials in the steel production process. Accordingly, the Company has included \$33.0 million in income tax payments to the US Federal Government within the total taxes paid, but did not allocate this amount to any specific project. The amount disclosed for the West Virginia Coal project is related to excise taxes.