

CLIFFS NATURAL RESOURCES INC.

Reported by
MCALLISTER FRANCIS R

FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 01/05/10 for the Period Ending 12/31/09

Address	200 PUBLIC SQUARE STE. 3300 CLEVELAND, OH 44114-2315
Telephone	216-694-5700
CIK	0000764065
Symbol	CLF
SIC Code	1000 - Metal Mining
Industry	Metal Mining
Sector	Basic Materials
Fiscal Year	12/31

FORM 5

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

OMB APPROVAL
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[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
[] Form 3 Holdings Reported
[] Form 4 Transactions Reported

ANNUAL 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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
MCALLISTER FRANCIS R		CLIFFS NATURAL RESOURCES INC. [CLF]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle)		3. Statement for Issuer's Fiscal Year Ended (MM/DD/YYYY)			
STILLWATER MINING COMPANY, 536 EAST PIKE AVENUE		12/31/2009			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
COLUMBUS, MT 59019				<input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(City) (State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
				Amount	(A) or (D)	Price			
Common Stock							8479.6253 ^{(1) (2)}	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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 (MM/DD/YYYY)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Units							(4)	(4)	Common Shares	10905.7908		10905.7908 ⁽⁵⁾	D	

Explanation of Responses:

- Cliffs Natural Resources Inc. (the "Company") declared dividends of \$.04 per share, payable to all holders of record on June 1, 2009 and September 1, 2009. On December 1, 2009, the Company increased the dividend payment to \$.0875 per share. The amount shown reflects 5.5763, 6.3470, and 7.9573 shares acquired pursuant to a Dividend Reinvestment and Stock Purchase Plan for the Company's Common Stock on June, 1, September 1, and December 1, 2009, respectively.
- The balance also reflects the acquisition of deferred dividend reinvestment shares on Annual Equity Grant shares with three year holding periods ("Grant") acquired by the Reporting Person . Pursuant to an election to defer dividends in the form of shares to be paid out at the time of the vesting event of the original Grant, the Reporting Person's deferred account has been credited with 5.9679, 6.7512, and 8.5161 dividend reinvestment shares on June 1, September 1, and December 1, 2009, respectively.

- (3) Convertible into Common Shares on a 1-for-1 basis.
- (4) Reflects number of Common Shares of underlying deferred compensation credited to the account of the Reporting Person pursuant to the Company's Nonemployee Directors' Compensation Plan ("Plan"). Each Stock Unit is generally distributable following termination of service as a Director.
- (5) The balance includes dividend reinvestment stock units acquired pursuant to the Company's Plan. The number of deferred dividend reinvestment equivalent stock units earned in the Plan is calculated using the closing market price at the end of each quarter for shares held in the Reporting Person's Plan. The Reporting Person was credited with 17.7425, 13.4385, and 20.665 dividend reinvestment stock units on June 30, September 30, and December 31, 2009, respectively.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCALLISTER FRANCIS R STILLWATER MINING COMPANY 536 EAST PIKE AVENUE COLUMBUS, MT 59019	X			

Signatures

Traci L. Forrester by Power of Attorney

1/5/2010

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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