

CLIFFS NATURAL RESOURCES INC.

Reported by
GALLAGHER DONALD J

FORM 3/A (Amended Statement of Beneficial Ownership)

Filed 11/21/03 for the Period Ending 07/29/03

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

CLEVELAND CLIFFS INC

FORM 3/A

(Amended Statement of Beneficial Ownership)

Filed 11/21/2003 For Period Ending 7/29/2003

Address	1100 SUPERIOR AVE 18TH FLR CLEVELAND, Ohio 44114
Telephone	216-694-5700
CIK	0000764065
Industry	Metal Mining
Sector	Basic Materials
Fiscal Year	12/31

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FORM 3

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

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INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person * GALLAGHER DONALD J	2. Date of Event Requiring Statement (MM/DD/YYYY) 7/29/2003	3. Issuer Name and Ticker or Trading Symbol CLEVELAND CLIFFS INC [CLF]
(Last) (First) (Middle) 1100 SUPERIOR AVENUE	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior VP & CFO & Treasurer /	
(Street) CLEVELAND, OH 44114 (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY) 8/4/2003	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1371.0000	D	
Common Stock	9271.0000	I	By VNQDC (1)

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Options (right to buy)	(2)	3/12/2006	Common Stock	1800.0000	\$45.0000	D	
Options (right to buy)	(3)	1/14/2007	Common Stock	2000.0000	\$43.3750	D	
Options (right to buy)	(4)	1/13/2008	Common Stock	2000.0000	\$44.5625	D	
Options (right to buy)	1/12/2003	1/12/2009	Common Stock	10000.0000	(5)	D	

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Retention Units	(6)	(6)	Common Stock	600.0000	(7)	D	
Retention Units	(8)	(8)	Common Stock	900.0000	(7)	D	
Retention Units	(9)	(9)	Common Stock	900.0000	(7)	D	

Explanation of Responses:

- (1) Held for the benefit of the Reporting Person by the Cleveland-Cliffs Inc Voluntary Non-Qualified Deferred Compensation Plan (VNQDC).
- (2) 1,800 shares granted on 3/12/1996 became exercisable to the extent of one-third on 3/12/1997, and became exercisable to the extent of one-third on 3/12/1998 and one-third 3/12/1999.
- (3) 2,000 shares granted on 1/14/1997 became exercisable to the extent of one-third on 1/14/1998, and became exercisable to the extent of one-third on 1/14/1999 and one-third 1/14/2000.
- (4) 2,000 shares granted on 1/13/1998 became exercisable to the extent of one-third on 1/13/1999, and became exercisable to the extent of one-third on 1/13/2000 and one-third 1/13/2001.
- (5) On 1/12/1999, options for 10,000 shares were granted to the reporting person under the Cleveland-Cliffs Inc 1992 Incentive Equity Plan (As amended and Restated as of May 13, 1997, as amended)("Plan"). One-third of such options are priced at \$54.140625, one-third are priced at \$64.96875, and one-third are priced at \$75.796875.
- (6) Represents a grant of Retention Units to the Reporting Person under the Cleveland-Cliffs Inc Long-Term Incentive Program covering the period January 1, 2001 through December 31, 2003 (Incentive Period). Payment of the Retention Units will be made in cash after the completion of the Incentive 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 Incentive Period.
- (7) Converted common stock on a 1-for-1 basis.
- (8) Represents a grant of Retention Units to the Reporting Person under the Cleveland-Cliffs Inc Long-Term Incentive Program covering the period January 1, 2002 through December 31, 2004 (Incentive Period). Payment of the Retention Units will be made in cash after the completion of the Incentive 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 Incentive Period.
- (9) Represents a grant of Retention Units to the Reporting Person under the Cleveland Cliffs Inc Long-Term Incentive Program (LTI Program) covering the period January 1, 2003 through December 31, 2005 (Incentive Period). Payment of the Retention Units will be made in cash 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 Incentive Period

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GALLAGHER DONALD J 1100 SUPERIOR AVENUE CLEVELAND, OH 44114			Senior VP & CFO & Treasurer	

Signatures

**/s/ Donald J.
Gallagher**

11/21/2003

** 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 5(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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