Edgar Filing: CLIFFS NATURAL RESOURCES INC. - Form 4

CLIFFS NAT Form 4	URAL RESOU	RCES IN	IC.	-	-						
July 02, 2009											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287		
if no longe subject to Section 16 Form 4 or	Section 16. SECURITIES Form 4 or							stimated average urden hours per			
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17(a	a) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	on		
(Print or Type R	esponses)										
RIEDERER RICHARD K Sy			Symbol CLIFFS	CLIFFS NATURAL RESOURCES				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) S25 W35020	(Last) (First) (Middle) 3.			INC. [CLF] 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2009				_X_ Director 10% Owner Other (specify below) below)			
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
OCONOMO	wAC, w1 33000)						Person			
(City)	(State)	(Zip)	Table	I - Non-D	erivative S	ecurit	ies Ace	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	emed on Date, if Day/Year)	Code	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)		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)	
Common Stock		6		Code V			Price	2,281.1417 <u>(1)</u>	D		
Kennider: Kepo	ort on a separate line	for each cl	lass of secur	nies benefit	ciany owne	su dire	cuy or	mullectly.			

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displays a currently valid OMB control

SEC 1474 (9-02)

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

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

number.

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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Units	<u>(2)</u>	07/01/2009		А	185.4905		(3)	(3)	Common Shares	185.4905

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
RIEDERER RICHARD K S25 W35020 MANOR HOUSE RD. OCONOMOWAC, WI 53066	Х					
Signatures						
George W. Hawk, Jr. by Power of Attorney		07/02/200	9			
<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).

The Board of Directors of Cliffs Natural Resources Inc. (the "Company") declared a dividend of \$.04 per share, payable to all holders of (1) record as of May 22, 2009 of common stock payable on June 1, 2009. The amount shown reflects 3.1162 dividend reinvestment shares credited to the Reporting Person pursuant to the Company's Dividend Reinvestment and Stock Purchase Plan.

(2) Convertible into Common Shares on a 1-for-1 basis.

Reflects underlying deferred compensation in Common Shares credited to the account of the Reporting Person in payment of the Reporting Person's Required Retainer under the Company's Nonemployee Directors Compensation Plan (As Amended and Restated (3) December 12, 2008)("Plan"). Each Stock Unit is generally distributable following termination of service as a Director.

The total includes dividend reinvestment shares acquired pursuant to the Plan. The number of deferred dividend reinvestment equivalent (4) shares earned in the Plan is calculated using the closing market price at the end of each quarter for shares held in the Plan. The reporting person was credited with 21.8352 dividend reinvestment shares on 6/30/2009.

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.