

CLIFFS NATURAL RESOURCES INC.
Form DEFA14A
June 16, 2014

UNITED STATES

Securities and Exchange Commission
Washington D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No. __)

Filed by the Registrant ☒ Filed by a Party other than the Registrant ☐

Check the appropriate box:

- ☐ Preliminary Proxy Statement
- ☐ Confidential, For Use of the Commission Only (as permitted by Rule 14A-6(E)(2))
- ☐ Definitive Proxy Statement
- ☒ Definitive Additional Materials
- ☐ Soliciting Material Pursuant to §240.14a-12

CLIFFS NATURAL RESOURCES INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ No fee required.
 - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - ☐ (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
 - ☐ Fee paid previously with preliminary materials.
 - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 - ☐ (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:
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On June 16, 2014, Cliffs Natural Resources Inc. (the "Company") posted various soliciting materials to www.cliffsnr.com/annualmeeting (the "Website"). Copies of the materials posted to the Website are filed herewith as Exhibit 1. Other than materials filed herewith, all materials posted to the Website that are required to be filed as soliciting material on Schedule 14A have been previously filed by the Company with the Securities and Exchange Commission on Schedule 14A.

The Company issued a news release on June 16, 2014 announcing the issuance of an open letter to shareholders. A copy of the news release is filed herewith as Exhibit 2.

Also on June 16, 2014, the Company sent a communication to salaried employees announcing the issuance of the open letter to shareholders. A copy of the employee communication is filed herewith as Exhibit 3.

Also on June 16, 2014, the Company sent an email to management of hourly employees regarding the issuance of the open letter to shareholders. A copy of the email to management and the employee communication is filed herewith as Exhibit 4.