

CLIFFS NATURAL RESOURCES INC.

Form 8-K

January 11, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**Current Report**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) January 11, 2011

**Cliffs Natural Resources Inc.**

(Exact name of registrant as specified in its charter)

**Ohio**  
(State or Other Jurisdiction

of Incorporation)

**1-8944**  
(Commission

File Number)

**34-1464672**  
(IRS Employer

Identification Number)

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**200 Public Square, Suite 3300,**

**Cleveland, Ohio**  
**(Address of Principal Executive Offices)**

**44114-2315**  
**(Zip Code)**

**Registrant's telephone number, including area code:**

**(216) 694-5700**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01. Regulation FD Disclosure.**

In connection with the proposed acquisition by Cliffs Natural Resources Inc. ( Cliffs ) of Consolidated Thompson Iron Mines Limited ( Consolidated Thompson ), members of Cliffs management intend to hold a conference call on January 11, 2011 to discuss the proposed acquisition. The presentation to be used in connection with the conference call is contained in Item 9.01 as Exhibit 99 to this Current Report on Form 8-K and is incorporated into this Item 7.01 by reference. The information in this Current Report on Form 8-K shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or incorporated by reference in any filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

**Exhibit**

<b>Number</b>	<b>Description</b>
99	Presentation Regarding Proposed Acquisition of Consolidated Thompson Iron Mines Limited

**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 undersigned hereunto duly authorized.

Cliffs Natural Resources Inc.

Date: January 11, 2011

By: /s/ P. Kelly Tompkins  
Name: P. Kelly Tompkins  
Title: Executive Vice President, Legal, Government Affairs and  
Sustainability, and Chief Legal Officer

**EXHIBIT INDEX**

**Exhibit**

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