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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No: 1)

CLEVELAND CLIFFS INC

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

185899101

-----  
(CUSIP Number)

December 31, 2022

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to  
which this Schedule is filed:

Rule 13d-XU\_3T

(9) Aggregate amount beneficially owned by each reporting person

54411677

(10) Check if the aggregate amount in Row (9) excludes certain shares

(11) Percent of class represented by amount in Row 9

10.6%

(12) Type of reporting person

HC

Item 1.

Item 1(a) Name of issuer:

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CLEVELAND CLIFFS INC

Item 1(b) Address of issuer's principal executive offices:

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200 PUBLIC SQUARE, STE 3300  
CLEVELAND OH 44114-2315

Item 2.

2(a) Name of person filing:

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BlackRock, Inc.

2(b) Address or principal business office or, if none, residence:

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BlackRock, Inc.  
55 East 52nd Street  
New York, NY 10055

2(c) Citizenship:

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See Item 4 of Cover Page

2(d) Title of class of securities:

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~~Common~~ Stock

2(e) CUSIP No.:

See Cover Page

Item 3.

If this statement L





BlackRock (Luxembourg) S.A.  
BlackRock Investment Management (Australia) Limited  
BlackRock Advisors (UK) Limited  
BlackRock Asset Management North Asia Limited  
BlackRock (Singapore) Limited  
BlackRock Fund Managers Ltd

\*Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.  
Exhibit B

#### POWER OF ATTORNEY

The undersigned, BLACKROCK, INC., a corporation duly organized under the laws of the State of Delaware, United States (the "Company"), does hereby make, constitute and appoint each of Christopher Meade, Daniel Waltcher, Una Neary, Richard Cundiff, Charles Park, Enda McMahon, Arlene Klein, Con Tzatzakis, Karen Clark, David Maryles, Daniel Ronnen, John Stelley, Daniel Riemer, Elizabeth Kogut, Maureen Gleeson, Daniel Kalish and Spencer Fleming acting severally, as its true and lawful attorneys-in-fact, for the purpose of, from time to time, executing in its name and on its behalf, whether the Company individually or as representative of others, any and all documents, is acting certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F, 13G and 13H and any amendments to any of the foregoing as may be required to be filed with the Securities and Exchange Commission, and delivering, furnishing or filing any such documents with the appropriate governmental, regulatory authority or other person, and giving and granting to each such attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof. Any such determination by an attorney-in-fact named herein shall be conclusively evidenced by such person's execution, delivery, furnishing or filing of the applicable document.

This power of attorney shall expressly revoke the power of attorney dated 8th day of December, 2015 in respect of the subject matter hereof, shall be valid from the date hereof and shall remain in full force and effect until either revoked in writing by the Company, or, in respect of any attorney-in-fact named herein, until such person ceases to be an employee of the Company or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has caused this power of attorney to be executed as of this 2nd day of January, 2019.

BLACKROCK, INC.

By: \_ /s/ Daniel Waltcher  
Name: Daniel Waltcher  
Title: Deputy General Counsel