(Last)

(Street)

(City)

**PITTSBURGH** 

FORM 4

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

Washington, D.C. 20549

APPROVAI	

OMB Number:	3235-0287
Estimated average burd	en
hours per response:	0.5

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(First)

PA

(State)

600 GRANT STREET, SUITE 6100

Check this box to indicate that a

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.	
1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Sym
Graziano Jessica	UNITED STATES STEEL C

(Middle)

15219

(Zip)

nbol 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ORP [X] Director 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify X 02/27/2024 below) below) SVP & Chief Financial Officer 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
United States Steel Corporation Common Stock	02/27/2024		A		2,921(1)	A	\$0	98,319	D	
United States Steel Corporation Common Stock	02/27/2024		A		4,596(2)	A	\$0	102,915	D	
United States Steel Corporation Common Stock	02/27/2024		A		8,829(3)	A	\$0	111,744	D	
United States Steel Corporation Common Stock	02/27/2024		A		8,824(4)	A	\$0	120,568	D	
United States Steel Corporation Common Stock	02/27/2024		A		40,510(5)	A	\$ <mark>0</mark>	161,078	D	
United States Steel Corporation Common Stock	02/28/2024		F		3,884(6)	D	\$47.34	157,194	D	
United States Steel Corporation Common Stock								2,020.976	I	By 401(k) Plan

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)				6. Date Exerc Expiration Day/\(\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

#### **Explanation of Responses:**

- 1. This line represents RSUs earned upon satisfaction of 2022 performance criteria for the 2022-2024 ROCE performance awards.
- 2. This line represents RSUs earned upon satisfaction of 2022 performance criteria for the 2022-2024 TSR performance awards.
- 3. This line represents RSUs earned upon satisfaction of 2023 performance criteria for the 2023-2025 ROCE performance awards.
- 4. This line represents RSUs earned upon satisfaction of 2023 performance criteria for the 2023-2025 TSR performance awards.
- 5. This line reflects the grant of RSUs. RSUs vest ratably over three years, one-third on each of the first, second and third grant date anniversaries. RSUs are payable in stock only.
- $6.\ This\ line\ reflects\ the\ tax\ withholding\ on\ the\ vesting\ of\ RSUs\ that\ were\ granted\ on\ February\ 28,\ 2023.$

/s/ Megan Bombick By Power of Attorney from Jessica T. Graziano

02/29/2024

\*\* 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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.