
**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**

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 under §240.14a-12

United States Steel Corporation

(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 paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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The following post was made available on U. S. Steel's internal "X App" on February 19, 2025.



Activist Investor Sends U. S. Steel 220 Demand Letter
On Behalf of Duane Holloway



Dear Colleagues,

As you may be aware, U. S. Steel received a Section 220 demand letter from Ancora on February 17, 2025. Section 220 is a provision under the Delaware corporate law that allows stockholders to inspect the books and records of a company, so long as they have a proper purpose. Consistent with our S.T.E.E.L. Principles, we will review the letter and respond in accordance with applicable laws and regulations.

I want to emphasize that U. S. Steel's Board of Directors has been and remains unwavering in its commitment to acting in the best interests of all stakeholders. The Board is focused on delivering \$55 per share for our stockholders, while also protecting American steel, American jobs, American communities and American supply chains.

Please stay focused on executing our strategy with the same commitment to safety, environmental excellence, and quality that has always set U. S. Steel apart.

Best,
Duane

IMPORTANT ADDITIONAL INFORMATION REGARDING PROXY SOLICITATION:

United States Steel Corporation (the "Company") intends to file a proxy statement and accompanying WHITE proxy card with the U.S. Securities and Exchange Commission (the "SEC") in connection with the Company's 2025 Annual Meeting of Stockholders (the "Proxy Statement" and such meeting the "2025 Annual Meeting") and its solicitation of proxies for the Company's director nominees and for other matters to be voted on. The Company may also file other relevant documents regarding its solicitation of proxies for the 2025 Annual Meeting. **BEFORE MAKING ANY VOTING DECISION, THE COMPANY'S STOCKHOLDERS ARE URGED TO READ ALL RELEVANT DOCUMENTS FILED WITH OR FURNISHED TO THE SEC, INCLUDING THE COMPANY'S DEFINITIVE PROXY STATEMENT AND ANY AMENDMENTS AND SUPPLEMENTS THERETO AND ACCOMPANYING WHITE PROXY CARD AND ANY OTHER RELEVANT SOLICITATION MATERIALS WHEN THEY ARE FILED BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.** The Company's stockholders may obtain the proxy statement, any amendments or supplements to the proxy statement and other documents as and when filed by Company with the SEC without charge from the SEC's website at www.sec.gov. Copies of the documents filed by Company with the SEC also may be obtained, without charge, by directing a request to United States Steel Corporation, 600 Grant Street, Suite 1884, Pittsburgh, Pennsylvania 15219, Attention: Corporate Secretary; telephone 412-433-1121, or from the Company's website www.ussteel.com.

Participants in Solicitation

The Company, its directors and certain of its executive officers may be deemed to be participants in connection with the solicitation of proxies from the Company's stockholders in connection with the matters to be considered at the 2025 Annual Meeting. Information regarding the names of the Company's directors and executive officers and their respective interests in the Company by security holdings or otherwise is set forth in the Company's proxy statement for the 2024 Annual Meeting of stockholders, filed with the SEC on March 15, 2024 (the "2024 Proxy Statement"), which is available at https://www.sec.gov/ix?doc=/Archives/edgar/data/1163302/000110465924035006/tm2332710d3_def14a.htm, including under the headings "Proposal 1: Election of Directors," "Corporate Governance," "Director Compensation," "Proposal 2: Advisory Vote on Executive Compensation," "Compensation & Organization Committee Report," "Executive Compensation Tables," "Potential Payments Upon Termination or Change in Control," "CEO Pay Ratio," "Pay Versus Performance," "Stock Ownership of Directors and Executive Officers," and "Stock Ownership of Certain Beneficial Owners." To the extent holdings of such participants in the Company's securities have changed since the amounts described in the 2024 Proxy Statement, such changes have been reflected on Initial Statements of Beneficial Ownership on Form 3 or Statements of Change in Ownership on Form 4 filed with the SEC, by Daniel R. Brown on [August 1, 2024](#), by Terry L. Dunlap on [May 2, 2024](#), by Patricia A. Tracey on [May 2, 2024](#), by Patricia A. Tracey on [April 29, 2024](#), by David S. Sutherland on [May 2, 2024](#), by Paul A. Mascarenas on [May 2, 2024](#), by Paul A. Mascarenas on [April 29, 2024](#), by Michael H. McGarry, on [May 2, 2024](#), by Murry S. Gerber on [May 2, 2024](#), John V. Faraci on [May 2, 2024](#), John V. Faraci on [April 29, 2024](#), by John J. Engel on [May 2, 2024](#), by Alicia J. Davis on [May 2, 2024](#), by Alicia J. Davis on [April 29, 2024](#), by Andrea J. Ayers on [May 2, 2024](#), by Tracy A. Atkinson on [May 2, 2024](#), and by David B. Burritt on [February 5, 2025](#). Additional information can also be found in the Company's Annual Report on Form 10-K for the year ended December 31, 2024, filed with the SEC on January 31, 2025, which is available at <https://www.sec.gov/ix?doc=/Archives/edgar/data/0001163302/000116330225000018/x-20241231.htm>. More detailed and updated information regarding the identity of potential participants, and their direct or indirect interests, by security holdings or otherwise, will be set forth in the proxy statement to be filed with the SEC. These documents can be obtained free of charge from the sources indicated above.

