SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

| 1. Name and Ac SURMA J | ddress of Reporting Pers | son* | 2. Issuer Name and Ticker or Trading Symbol UNITED STATES STEEL CORP [X] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | | |
|---------------------------|--|----------|--|---|--|--|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 11/11/2004 | X Officer (give title Other (specify below) Pres and CEO | | | | | | |
| (Street) (City) | (State) | (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X 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 | | | | | | | | | |

| | | ate | 2A. Deemed Execution Date, if any (Month/Day/Year) | tution Date, y Code (Instr. 8) Disposed Of (D) (Instr. 3, 4 and 5) | | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership | |
|--|---------------|------------|---|---|--|------------------|---|------------|--|---|-------------------------|--|
| | | | | | | (Instr. 3 and 4) | | (Instr. 4) | | | | |
| United States Steel Corporation C | ommon Stock 1 | 11/11/2004 | | М | | 100,000 | Α | \$15.445 | 233,841.19 | D | | |
| United States Steel Corporation C | ommon Stock 1 | 11/11/2004 | | D | | 53,583.74 | D | \$44.19 | 180,257.45 | D | | |
| United States Steel Corporation Common Stock | | 11/11/2004 | | F | | 26,416.26 | D | \$44.19 | 153,841.19 | D | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (e.g | j., puts, cal | Is, warrants, | options, convertib | le securities) | |
|------------|---------------|---------------|--------------------------|------------------------|-----|
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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transac Code (In 8) | | Deriv Secur Acqui or Dis | rities ired (A) sposed of nstr. 3, 4 | 6. Date Exerce Expiration D (Month/Day/\ | ate | 7. Title and Am Securities Und Derivative Sec 3 and 4) | erlying | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|---------------------------------|---|-----------------------------------|---|--|--------------------|---|----------------------------------|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Employee Stock Option (right to buy) | \$15.445 | 11/11/2004 | | M ⁽¹⁾ | | | 100,000 | 05/27/2004 | 05/27/2011 | United States Steel Corporation Common Stock | 100,000 | \$0 | 100,000 | D | |
| Stock Appreciation Right | \$15.445 | 11/11/2004 | | M ⁽¹⁾ | | | 100,000 | 05/27/2004 | 05/27/2011 | United States Steel Corporation Common Stock | 100,000 | \$0 | 100,000 | D | |

Explanation of Responses:

1. Exercise of SARs, receiving half cash and half stock, and cancellation of related options.

Remarks:



<u>11/15/2004</u> Date

** Signature of Reporting Person

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.

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5