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 Address of Reporting Person [*] SANDMAN DAN D				r Name and Ticker <u>ED STATES</u>					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last)	(First)	3. Date 0 02/10/2	of Earliest Transact 2005	ion (Mon	th/Day	y∕Year)	X	Officer (give title below)	Other (specify below) if Lgl Adm Offcr				
(Street) (City) (State) (Zip)				endment, Date of O	riginal Fi	led (M	lonth/Day/Year)	6. Indivi X	 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 - No	on-Derivative	Securities Acc	quired,	Disp	posed of, or	Benef	icially Ow	ned			
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transac Code (In 8)		4. Securities A Disposed Of (E			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 0			02/10/2005		М		7,840	A	\$37.2813	111,408.29	D		
United States Steel Corporation Common Stock 02/			02/10/2005		D		7,840	D	\$53.725	103,568.29	D		
United States Steel Corporation Common Stock 02/1			02/10/2005		М		11,760	A	\$37.2813	115,328.29	D		
United States Steel Corporation Common Stock 02/1			02/10/2005		D		8,160.81	D	\$53.725	107,167.48	D		
				1			1		1		1		

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

(13) Frei, Fr															
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution (Instr. or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	\$37.2813	02/10/2005		M ⁽¹⁾			19,600	05/26/1999	05/26/2008	United States Steel Corporation Common Stock	19,600	\$00.00	0.00	D	
Stock Appreciation Right	\$37.2813	02/10/2005		M ⁽¹⁾			19,600	05/26/1999	05/26/2008	United States Steel Corporation Common Stock	19,600	\$00.00	0.00	D	

Explanation of Responses:

1. Exercise of SAR's, cancellation of options

Remarks:

B. E. Lammel by Power of

Attorney

02/12/2005

** Signature of Reporting Person

n 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.

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