

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

-----  
FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

-----  
Date of Report (Date of earliest event reported):  
April 30, 2014

United States Steel Corporation

-----  
(Exact name of registrant as specified in its charter)

Delaware

-----  
(State or other jurisdiction of incorporation)

1-16811

-----  
(Commission File Number)

25-1897152

-----  
(IRS Employer Identification No.)

600 Grant Street, Pittsburgh, PA

-----  
(Address of principal executive offices)

15219-2800

-----  
(Zip Code)

412 433-1121

-----  
(Registrant's telephone number,  
including area code)

-----  
Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 8.01. Other Events.**

On April 30, 2014, United States Steel Corporation conducted a conference call to discuss its results for the first quarter of 2014. Attached hereto as Exhibit 99.1 are the slides that were discussed during that call.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1. Slides provided in connection with the first quarter 2014 earnings call of United States Steel Corporation.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNITED STATES STEEL CORPORATION

By       /s/ Gregory A. Zovko  
-----  
Gregory A. Zovko  
Vice President & Controller

Dated: April 30, 2014



# United States Steel Corporation

## **First Quarter 2014 Earnings Conference Call and Webcast**

*April 30, 2014*

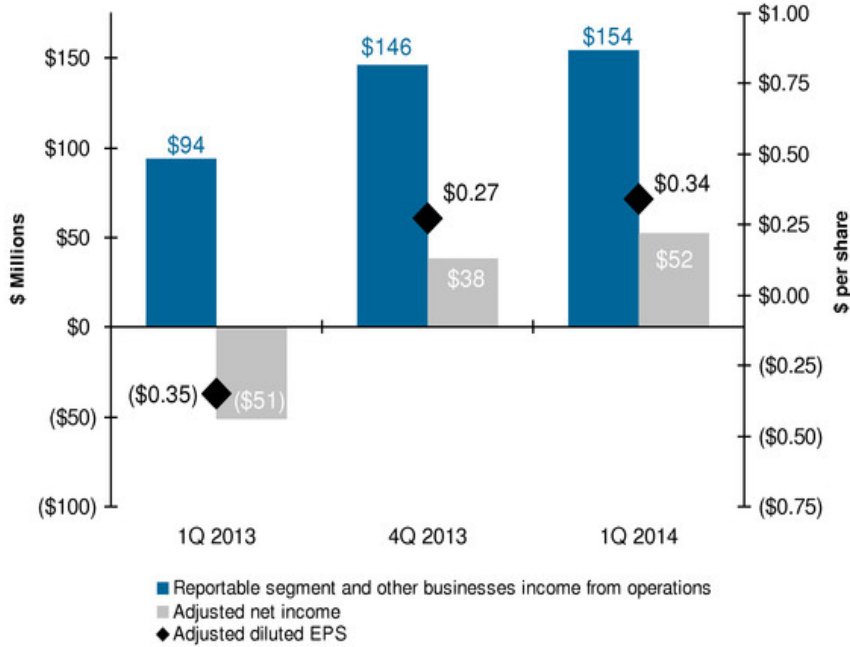


## Forward-looking Statements

This presentation contains forward-looking statements with respect to market conditions, operating costs, shipments and prices. Factors that could affect market conditions, costs, shipments and prices for both North American and European operations include: (a) foreign currency fluctuations and related activities; (b) global product demand, prices and mix; (c) global and company steel production levels; (d) plant operating performance; (e) natural gas, electricity, raw materials and transportation prices, usage and availability; (f) international trade developments, including court decisions, legislation and agency decisions on petitions and sunset reviews; (g) the impact of fixed prices in energy and raw materials contracts (many of which have terms of one year or longer) as compared to short-term contract and spot prices of steel products; (h) changes in environmental, tax, pension and other laws; (i) the terms of collective bargaining agreements; (j) employee strikes or other labor issues; and (k) U.S. and global economic performance and political developments. Domestic steel shipments and prices could be affected by import levels and actions taken by the U.S. Government and its agencies, including those related to CO<sub>2</sub> emissions, climate change and shale gas development. Economic conditions and political factors in Europe and Canada that may affect U. S. Steel Europe's and U. S. Steel Canada's results include, but are not limited to: (l) taxation; (m) nationalization; (n) inflation; (o) fiscal instability; (p) political issues; (q) regulatory actions; and (r) quotas, tariffs, and other protectionist measures. We present adjusted net income and adjusted net income per diluted share, which are non-GAAP measures, as an additional measurement to enhance the understanding of our operating performance and facilitate a comparison with that of our competitors. In accordance with "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, cautionary statements identifying important factors, but not necessarily all factors, that could cause actual results to differ materially from those set forth in the forward-looking statements have been included in U. S. Steel's Annual Report on Form 10-K for the year ended December 31, 2013, and in subsequent filings for U. S. Steel.



# Adjusted First Quarter 2014 Results



**Operating income per ton increased \$13 from first quarter**

**Carnegie Way benefits being realized**

Note: For reconciliation of non-GAAP amounts see Appendix

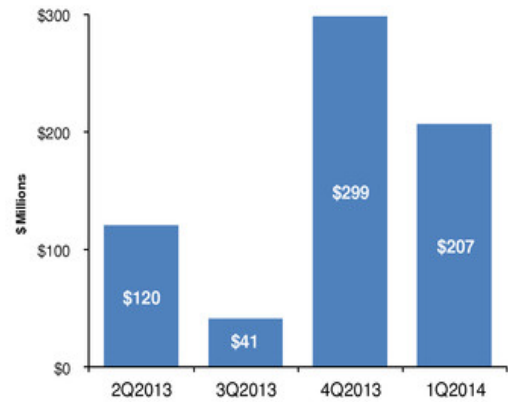


# Cash Flow

## Significant cash generation from multiple sources

(\$ in millions)

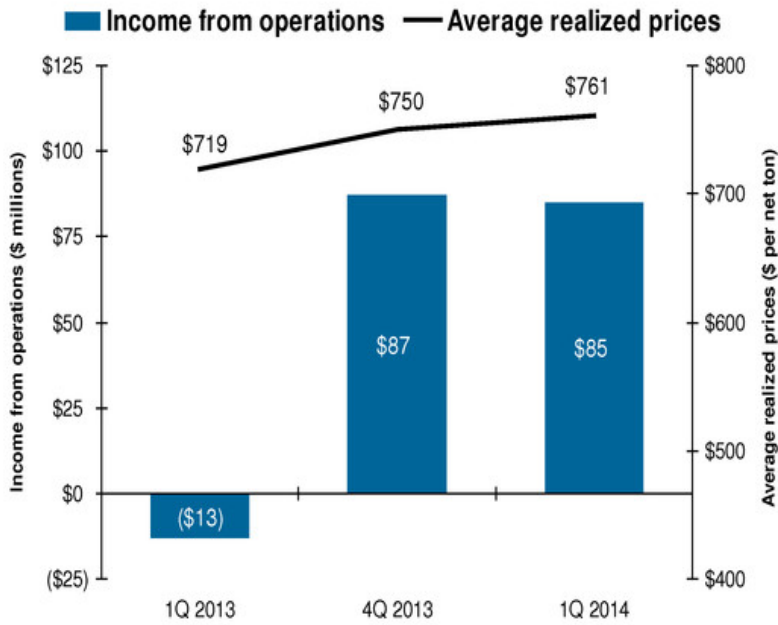
	<u>2Q2013</u>	<u>3Q2013</u>	<u>4Q2013</u>	<u>1Q2014</u>	<u>LTM</u>
Cash from operations	151	37	(7)	570	751
<u>Working capital changes</u>	<u>(31)</u>	<u>4</u>	<u>306</u>	<u>(363)</u>	<u>(84)</u>
Cash from operations excluding working capital changes	120	41	299	207	667
Cash and cash equivalents	767	697	604	1,099	
Total estimated liquidity	2,466	2,405	2,278	2,718	



Note: Cash from operations includes a voluntary pension contribution of \$140 million in 3Q2013.



# First Quarter 2014 Flat-rolled Segment



*Operating income per ton increased \$26 from first quarter 2013*

*Results comparable to fourth quarter despite significant weather effects*

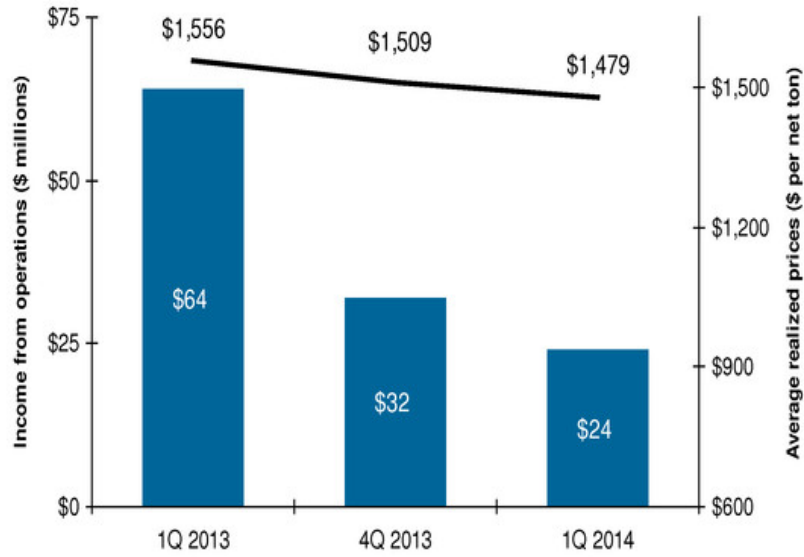
*Carnegie Way benefits being realized*

Shipments (net tons in thousands)		
<u>1Q 2013</u>	<u>4Q 2013</u>	<u>1Q 2014</u>
4,018	3,470	3,674



## First Quarter 2014 Tubular Segment

Income from operations — Average realized prices



*Highest quarterly level of shipments of semi-premium connections, an increase of 45% from first quarter 2013*

*Carnegie Way benefits being realized*

### Shipments (net tons in thousands)

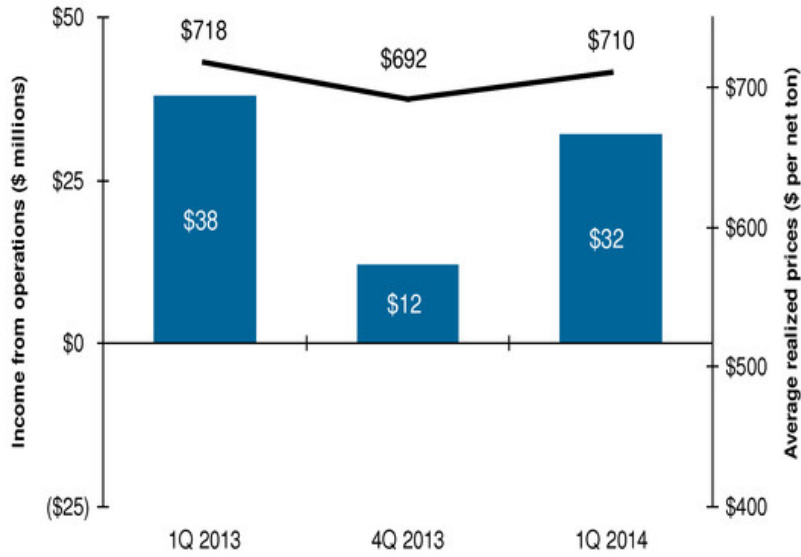
<u>1Q 2013</u>	<u>4Q 2013</u>	<u>1Q 2014</u>
428	414	419





# First Quarter 2014 U. S. Steel Europe Segment

Income from operations — Average realized prices



*Operating income per ton increased \$19 from the fourth quarter*

*Carnegie Way benefits being realized*

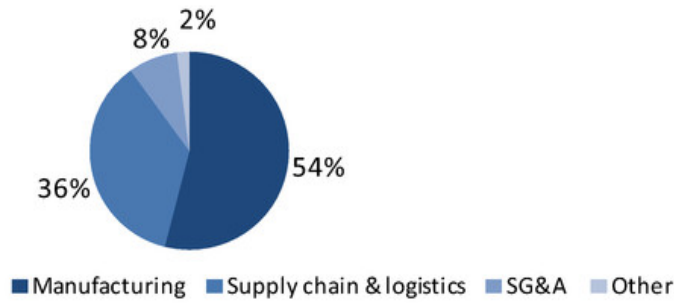
Shipments (net tons in thousands)		
1Q 2013	4Q 2013	1Q 2014
1,048	1,029	1,031



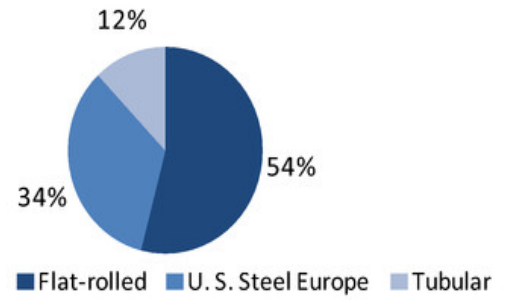
# Carnegie Way Benefits

	FY 2014 impact
Previously announced Carnegie Way benefits	\$150 million
Additional Carnegie Way benefits announced today	\$140 million
Total Carnegie Way benefits announced to-date	\$290 million

## By Category



## By Segment





### *Carnegie Way transformation*

***Phase 1: Earning the right to grow***

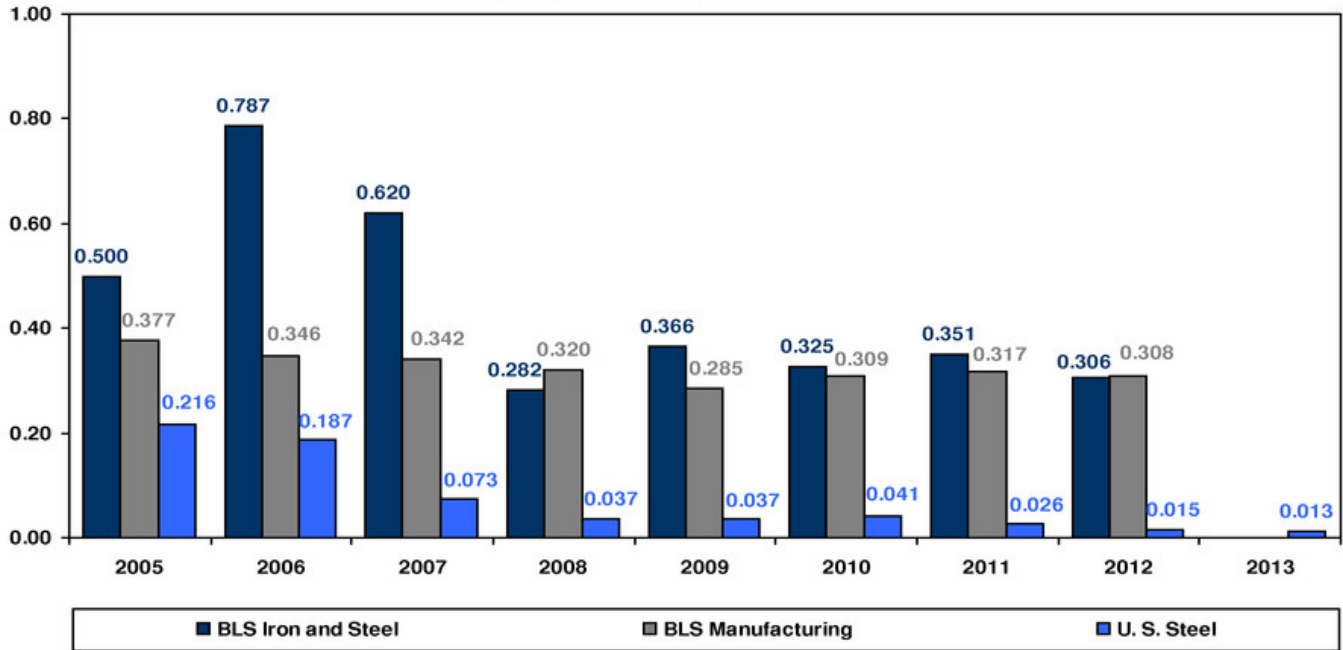
***Phase 2: Driving profitable growth***





## Global Safety Performance - 2005 to 2013

**Days Away From Work Cases  $\geq$  31 Days**  
(Frequency Rates per 200,000 Hours Worked)



Source: Bureau of Labor Statistics (BLS) and U. S. Steel. BLS data not available for 2013



## *Major industry summary and market fundamentals*

### **Flat-rolled**

Automotive sales at highest post-recession SAAR in March, momentum expected to carry over into second quarter

Agricultural equipment sales up in first quarter, railcar deliveries projected to increase from 2013

Recent OEM forecasts reflect improving appliance market in 2014

Construction indices continue to indicate growth in 2014

### **U. S. Steel Europe**

Automotive production in 2014 expected to be comparable to 2013. V4\* car production expected to increase in 2014

Appliance growth in Central Europe expected to outperform average EU growth

EU construction output expected to grow in 2014, primarily driven by the residential sector

### **Tubular**

Imports remain challenging

Oil directed rig counts near highest level in decades

Oil prices remain supportive of current drilling levels

Natural gas storage levels at end of withdrawal season at lowest level in eleven years

\* Visegrad Group – Czech Republic, Hungary, Poland and Slovakia



## *Segment outlook*

### **Flat-rolled**

Operating results expected to be a loss for the quarter

Operational difficulties expected to limit production, resulting in lower shipments and higher operating costs

Realized prices comparable to first quarter

Lower automotive coated production and shipments expected in the second quarter

### **U. S. Steel Europe**

Operating results expected to decrease as compared to the first quarter

Shipments and average realized prices expected to be comparable to first quarter

No income from sale and swap of carbon emission allowances in the second quarter

### **Tubular**





Operating results expected to increase as compared to first quarter

Average realized prices expected to be comparable to first quarter

Shipments expected to be higher than first quarter



*Lake Superior ice conditions at highest levels in over 30 years*

 <p>March 28<sup>th</sup>, 2014</p>	 <p>March 29<sup>th</sup>, 2013</p>
 <p>March 26<sup>th</sup>, 2012</p>	 <p>March 30<sup>th</sup>, 2009</p>
<p>National Weather Service – Marquette, Michigan      Issued: 3/29/2014 6:42 PM</p> <p><a href="http://www.weather.gov/up">www.weather.gov/up</a>      <a href="https://www.facebook.com/US.NationalWeatherService.Marquette">US.NationalWeatherService.Marquette</a>      <a href="https://twitter.com/NWSMarquette">@NWSMarquette</a></p>	



### ***Actions and initiatives***

#### **Operating updates**

*Pellet supply*

*Great Lakes Works*

#### **Product development and capabilities**

*Increased Research & Development spending*

*Tubular semi-premium and premium connections*

*PRO-TEC continuous anneal line – Steel vs. Aluminum*







# United States Steel Corporation

**First Quarter 2014  
Earnings Conference Call and Webcast**

## Q & A

*April 30, 2014*



# Appendix



## Major industry summary

### **Automotive**

Q1 sales off to slow start due to severe weather but jumped in March, setting a post-recession record. SAAR at 16.4 million and pulling vehicle inventories lower to 62 days. YTD sales are up just 1.6%, but strong momentum is expected to carry into the Q2. Q2 production forecast strong at 4.29 million units; could be the highest Q2 since 2000.

### **Industrial Equipment**

Tractor and Combine retail sales up 4% in Q1 2014.  
Railcar deliveries projected up 12% versus 2013.

### **Tin Plate**

Metal can shipments decreased -3% in first two months of 2014.  
Apparent consumption of tin products down -13% YTD.  
Imports down -12% versus same period in 2013, but retain 27% share of demand.

### **Appliance**

Major home appliance shipments in Q1 2014 flat versus Q1 2013.  
Most recent OEM full-year forecasts reflect 4% to 5% improvement for the U.S. industry.

### **Pipe and Tube**

Structural tubing demand is increasing in reaction to both HRC and HSS price increases.  
Line pipe project award activity continues to be tepid, but expected to improve in 2H14.

### **Construction**

Construction industry's rate of recovery was hampered in Q1 by severe winter conditions .  
However, two key indices, spending and ABI, continue to indicate growth in 2014.  
Projections still maintain a 5% to 7% improvement in 2014.

### **Service Center**

MSCI carbon flat-rolled shipments improving throughout 1Q14, to supplement mill supply deficiencies.  
USA inventory will remain lean in Q2 on increased demand, after swelling and depleting 300k in Q1.  
Canadian inventory historically low at  $\leq$  3.0 months, after 33% reduction throughout 2013.



## Market Fundamentals

### **Oil Directed Rig Count**

Currently 1,534 rigs, up 11% year over year and near the highest in decades. The oil directed rig count increased by 8% during the first quarter of 2014.

### **Gas Directed Rig Count**

Currently 323 rigs, down 12% year over year. The natural gas directed rig count decreased 15% during the first quarter of 2014.

### **Natural Gas Storage Level**

Currently 850 Bcf, 50% below last year, and 54.3% below the five year average. Inventories ended the withdrawal season (End of March) at 826 Bcf, the lowest level in eleven years.

### **Oil Price**

The West Texas Intermediate oil price averaged \$99 per barrel during the first quarter of 2014, up \$1 or 1% from the previous quarter. Wood Mackenzie forecasts an average second quarter price of \$98.50 per barrel.

### **Natural Gas Price**

Wood Mackenzie forecasts an average second quarter natural gas price of \$4.58/MMBtu, representing a decrease of \$0.60 (12%) from the previous quarter but an increase of \$0.56 (14%) from the second quarter of 2013.

### **Imports**

During the first quarter of 2014, import share of apparent market demand averaged roughly 49% for both OCTG and line pipe.

### **OCTG Inventory**

February 2014 OCTG inventory is estimated to be about 3.03 million tons, approximately 5.5 months of supply.



## Major industry summary

### **Automotive**

In Q2 2014, EU 27 car production is expected to be 4.18 million units, a decline of 2.5% y-o-y. Total EU 2014 car production is forecasted to grow by 1.6% to 16.2 million units. V4 car production is expected to decrease 1.2 % y-o-y in Q2 2014, but full year 2014 expected to grow 4.9% y-o-y with 2.85 million produced units. Significant growth is expected mainly in Mercedes Hungary, Suzuki Hungary and PSA Slovakia.

### **Appliance**

In Q2 2014, EU appliance production is projected to decrease by 3.4% q-o-q and to increase 2.5% y-o-y. Positive demand trends are expected in Germany, UK and Sweden; in Italy and France, a further drop in output is expected to take place. Growth in Central Europe expected to continue to outperform average EU growth.

### **Tin Plate**

In Q2 2014, Tin consumption is projected to increase by 12.7 % q-o-q, as usual after the winter season. Demand in Q2 is expected to be at the same level as the previous year (1020 kMT).

### **Construction**

Construction output in Q2 2014 is expected to stay unchanged compared to the same period last year. The improvement in construction investment in 2014 will be driven primarily by the residential sector, with new projects, renovation, and modernization work all contributing. EU construction output is forecasted to rise almost 1.5% for full year 2014.

### **Service Centers**

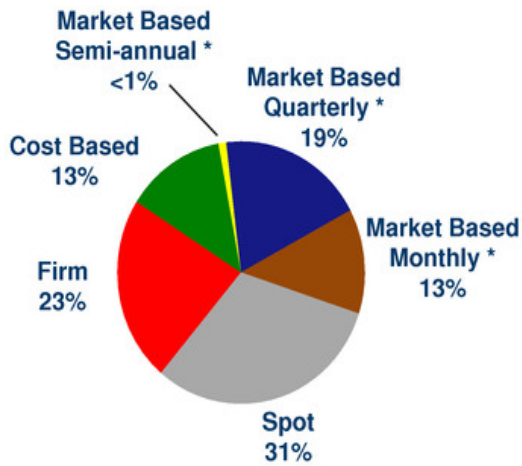
The forecast for Q2 2014 shows that the inventory in the distribution chain is to remain well-balanced or slightly elevated compared with demand; ex-stock sales will remain overall stable and are seen sticking close to the level seen in the first quarter of 2014.



# U. S. Steel Commercial – Contract vs. Spot

*Contract vs spot mix by segment – twelve months ended March 31, 2014*

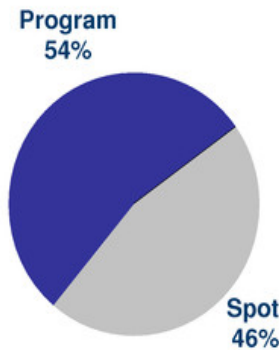
## Flat-rolled



**Contract: 69%**

**Spot: 31%**

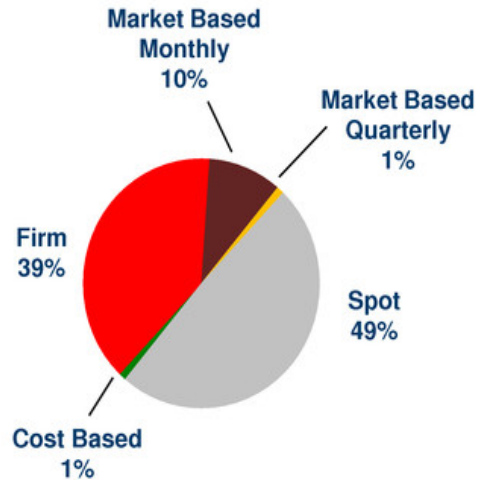
## Tubular



**Program: 54%**

**Spot: 46%**

## U. S. Steel Kosice



**Contract: 51%**

**Spot: 49%**

\* - Annual contract volume commitments with price adjustments in stated time frame



### **Capital Spending**

*First quarter actual \$90 million, 2014 estimate \$620 million*

### **Depreciation, Depletion and Amortization**

*First quarter actual \$166 million, 2014 estimate \$670 million*

### **Pension and Other Benefits Costs**

*First quarter actual \$87 million, 2014 estimate \$345 million*

### **Pension and Other Benefits Cash Payments** *(excluding any voluntary pension contributions)*

*First quarter actual \$103 million, 2014 estimate \$525 million*



## Adjusted First and Fourth Quarter 2013 Results

### *Reconciliation of reported and adjusted net income and EPS*

	<u>1Q 2013</u>	<u>4Q 2013</u>
<u>(\$ millions)</u>		
Reported net income (loss)	(\$73)	\$270
Non-cash restructuring and other charges	—	302
Tax benefits	—	(534)
Premium charge on repurchases of convertible notes	22	—
Adjusted net income (loss)	(\$51)	\$38
<u>(\$ per share)</u>		
Reported EPS (LPS)	(\$0.51)	\$1.87
Non-cash restructuring and other charges	—	2.09
Tax benefits	—	(3.69)
Premium charge on repurchases of convertible notes	0.16	—
Adjusted diluted EPS (LPS)	(\$0.35)	\$0.27



