

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 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): July 31, 2017

**United States Steel Corporation**  
(Exact name of registrant specified in its charter)

Delaware  
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(State or other jurisdiction of incorporation)

1-16811  
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(Commission File Number)

25-1897152  
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(IRS Employer Identification No.)

600 Grant Street  
Pittsburgh, PA 15219-2800  
(Address of principal executive offices, zip code)

Registrant's telephone number, including area code: (412) 433-1121

Not applicable  
(Former name or former address, if changed since last report)

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act

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**ITEM 8.01. OTHER EVENTS.**

On July 31, 2017, United States Steel Corporation issued a press release announcing its intention to offer, subject to market and other conditions, \$750 million aggregate principal amount of senior notes due 2025. A copy of the press release is filed as Exhibit 99.1.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

*(d) Exhibits.*

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press release, dated July 31, 2017.

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**SIGNATURES**

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 thereunto duly authorized.

**UNITED STATES STEEL CORPORATION**

**By:** /s/ Colleen M. Darragh  
Colleen M. Darragh  
Vice President and Controller

Dated: July 31, 2017

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EXHIBIT INDEX

**Exhibit  
Number**

**Description**

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99.1

Press release, dated July 31, 2017



## CONTACTS:

Media

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FOR IMMEDIATE RELEASE

# UNITED STATES STEEL CORPORATION ANNOUNCES PROPOSED SENIOR NOTES OFFERING

PITTSBURGH, July 31, 2017 – United States Steel Corporation (NYSE: X) (the “Company” or “U. S. Steel”) today announced its intention to offer, subject to market and other conditions, \$750 million aggregate principal amount of senior notes due 2025 (the “Notes”).

The Company intends to use the net proceeds from this offering, together with cash on hand, for the redemption of all of its 7.00% Senior Notes due 2018, its 6.875% Senior Notes due 2021, and its 7.50% Senior Notes due 2022 and the payment of related fees and expenses.

BofA Merrill Lynch, J.P. Morgan, Barclays, Morgan Stanley, PNC Capital Markets LLC, Wells Fargo Securities and Goldman Sachs & Co. LLC are acting as joint book-running managers for the proposed Notes offering.

The Notes are being offered pursuant to an automatic shelf registration statement that became effective upon filing with the SEC on March 3, 2016. Before making an investment in the Notes, potential investors should read the preliminary prospectus supplement, the accompanying prospectus and the

related free writing prospectus for more complete information about U. S. Steel and the offering. Potential investors may obtain these documents for free by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, potential investors can obtain copies of these documents from: BofA Merrill Lynch, NC1-004-03-43, 200 North College Street, 3rd Floor, Charlotte, NC 28255-0001, Attn: Prospectus Department, [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com), 1-800-294-1322 (toll free); J.P. Morgan, 383 Madison Avenue, 3rd Floor, New York, New York 10179, Attn: Syndicate Desk, [hy\\_syndicate@restricted.chase.com](mailto:hy_syndicate@restricted.chase.com), 1-800-245-8812 (toll free); Barclays, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, [barclaysprospectus@broadridge.com](mailto:barclaysprospectus@broadridge.com), 1-888-603-5847 (toll free); Morgan Stanley & Co. LLC, 180 Varick Street, 2nd Floor, New York, NY 10014, Attn: Prospectus Department, [prospectus@morganstanley.com](mailto:prospectus@morganstanley.com), 1-866-718-1649; PNC Capital Markets LLC, 300 Fifth Avenue – 10th Floor, Pittsburgh, PA 15222, Attn: Debt Capital Markets, 1-412-249-0104; Wells Fargo Securities, LLC, 608 2nd Ave S, Suite 1000, Minneapolis, MN 55402, Attn: WFS Customer Service, [wfscustomerservice@wellsfargo.com](mailto:wfscustomerservice@wellsfargo.com), 1-800-645-3751 Opt 5; and Goldman Sachs & Co. LLC, 200 West Street, New York, NY 10282, Prospectus Department, [prospectus-ny@ny.email.gs.com](mailto:prospectus-ny@ny.email.gs.com), 1-866-471-2526 (tel), 212-902-9316 (fax).

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the Notes in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. Any offer or sale of the Notes will be made only by means of a prospectus supplement relating to the offering of the Notes and the accompanying prospectus.

#### **Cautionary Statement**

All statements included in this press release, other than historical information or statements of historical fact, are "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Words such as, but not limited to, "believes," "expects," "anticipates," "estimates," "intends," "plans," "could," "may," "will," "should," and similar expressions are intended to identify forward-looking statements. All forward-looking statements rely on a number of assumptions, estimates and data concerning future results and events and are subject to a number of uncertainties and other factors, many of which are outside the Company's control that could cause actual results to differ materially from those reflected in such statements. Accordingly, U. S. Steel cautions that the forward-looking statements contained herein are qualified by these and other important factors and uncertainties that could cause results to differ materially from those reflected by such

statements. For more information on the potential factors, please review U. S. Steel's filings with the SEC, including, but not limited to, U. S. Steel's Annual Report on Form 10-K, its Quarterly Reports on Form 10-Q and its Current Reports on Form 8-K.

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