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):

November 1, 2018

United States Steel Corporation

(Exact name of registrant as specified in its charter)

(Commission File Number)

Delaware

(State or other jurisdiction of incorporation)

1-16811

25-1897152

(IRS Employer Identification No.)

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)

600 Grant Street, Pittsburgh, PA

(Address of principal executive offices)

[] 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 []

Item 7.01. Regulation FD Disclosure.

On November 1, 2018, United States Steel Corporation (the "Corporation") posted to its website an earnings presentation related to the Corporation's financial results for the third quarter 2018. In accordance with General Instruction B.2 of Form 8-K, the information contained in this Item 7.01 and the earnings presentation are being furnished under Item 7.01 of Form 8-K and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall such information and exhibits be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The earnings presentation is furnished with this current report on Form 8-K as Exhibit 99.1.

Item 8.01. Other Events.

On November 2, 2018, the Corporation will conduct a conference call to discuss its results for the third quarter 2018.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Third Quarter 2018 Earnings Presentation and Remarks.

SIGNATURE

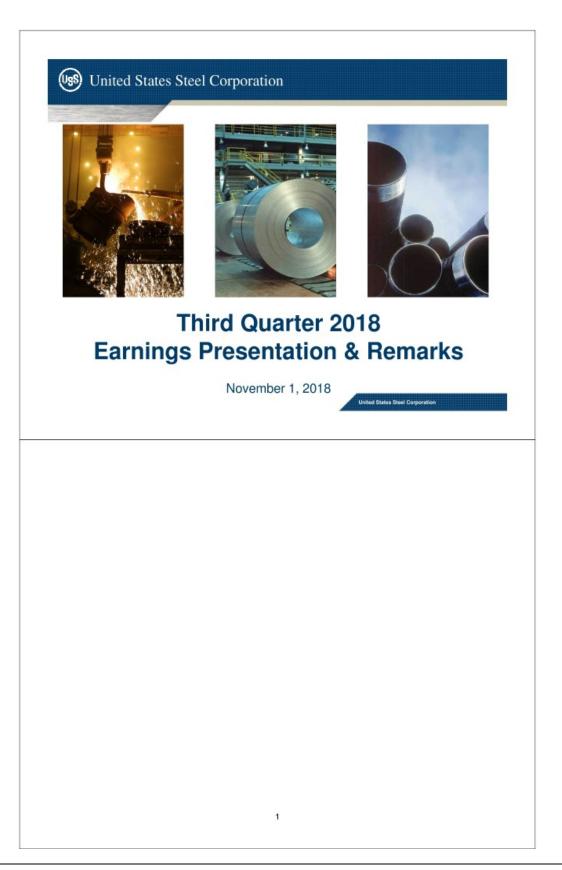
Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNITED STATES STEEL CORPORATION

By /s/ Colleen M. Darragh

Colleen M. Darragh Vice President and Controller

Dated: November 1, 2018

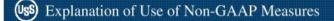


Forward-looking Statements

These slides and remarks are being provided to assist readers in understanding the results of operations, financial condition and cash flows of United States Steel Corporation for the third quarter of 2018. They should be read in conjunction with the consolidated financial statements and Notes to Consolidated Financial Statements contained in our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q filed with the Securities and Exchange Commission.

This presentation contains information that may constitute "forward-looking statements" within the meaning of Section 27 of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We intend the forward-looking statements to be covered by the safe harbor provisions for forward-looking statements in those sections. Generally, we have identified such forward-looking statements by using the words "believe," "expect," "intend," "estimate," "anticipate," "project," "target," "forecast," "aim," "should," "will" and similar expressions or by using future dates in connection with any discussion of, among other things, operating performance, trends, events or developments that we expect or anticipate will occur in the future, statements relating to volume growth, share of sales and earnings per share growth, and statements expressing general views about future operating results. However, the absence of these words or similar expressions does not mean that a statement is not forward-looking. Forward-looking statements are not historical facts, but instead represent only the Company's beliefs regarding future events, many of which, by their nature, are inherently uncertain and outside of the Company's control. It is possible that the Company's actual results and financial condition may differ, possibly materially, from the anticipated results and financial condition indicated in these forward-looking statements. Management believes that these forward-looking statements are reasonable as of the time made. However, caution should be taken not to place undue reliance on any such forward-looking statements because such statements speak only as of the date when made. Our Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. In addition, forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our Company's historical experience and our present expectations or projections. These risks and uncertainties include, but are not limited to the risks and uncertainties described in "Item 1A. Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2017, in our Quarterly Report on Form 10-Q for the quarter ended June 30, 2018, and those described from time to time in our future reports filed with the Securities and Exchange Commission

References to "we," "us," "our," the "Company," and "U. S. Steel," refer to United States Steel Corporation and its consolidated subsidiaries.



We present adjusted net earnings (loss), adjusted net earnings (loss) per diluted share, earnings (loss) before interest, income taxes, depreciation and amortization (EBITDA), adjusted EBITDA, segment EBITDA, and net debt, which are all non-GAAP measures, as additional measurements to enhance the understanding of our performance.

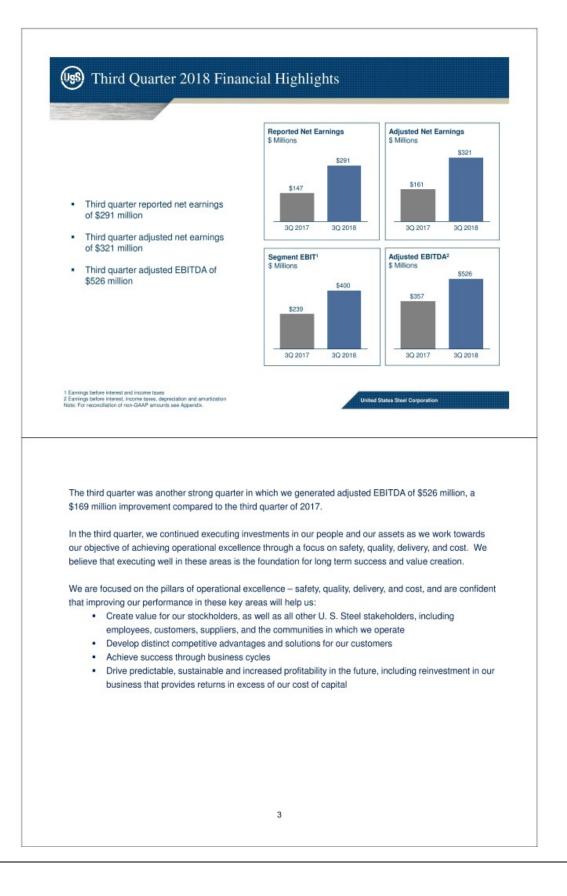
We believe that EBITDA and segment EBITDA, considered along with net earnings (loss) and segment earnings (loss) before interest and income taxes, are relevant indicators of trends relating to our operating performance and provide management and investors with additional information for comparison of our operating results to the operating results of other companies. Net debt is a non-GAAP measure calculated as total debt less cash and cash equivalents. We believe net debt is a useful measure in calculating enterprise value. Both EBITDA and net debt are used by analysts to reline and improve the accuracy of their financial models which utilize enterprise value.

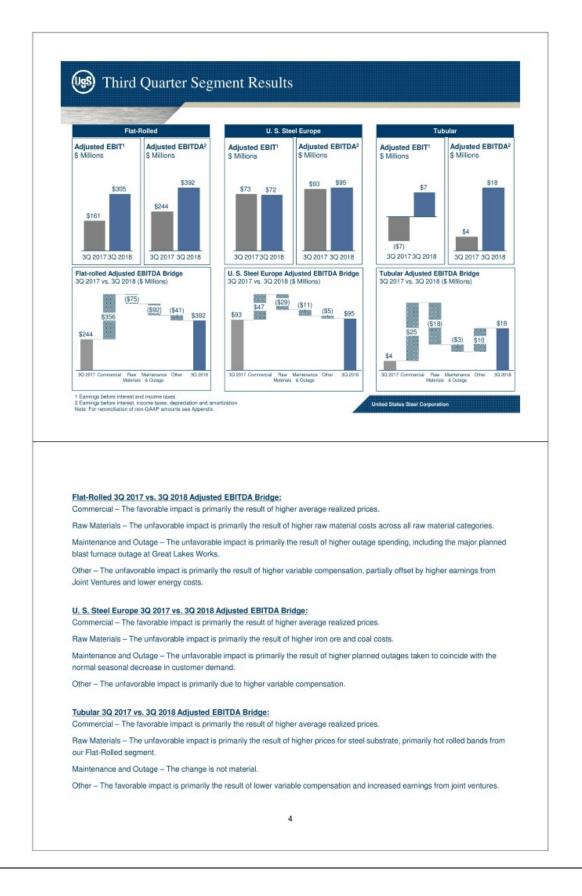
We believe the cash conversion cycle is a useful measure in providing investors with information regarding our cash management performance and is a widely accepted measure of working capital management efficiency. The cash conversion cycle should not be considered in isolation or as an alternative to other GAAP metrics as an indicator of performance.

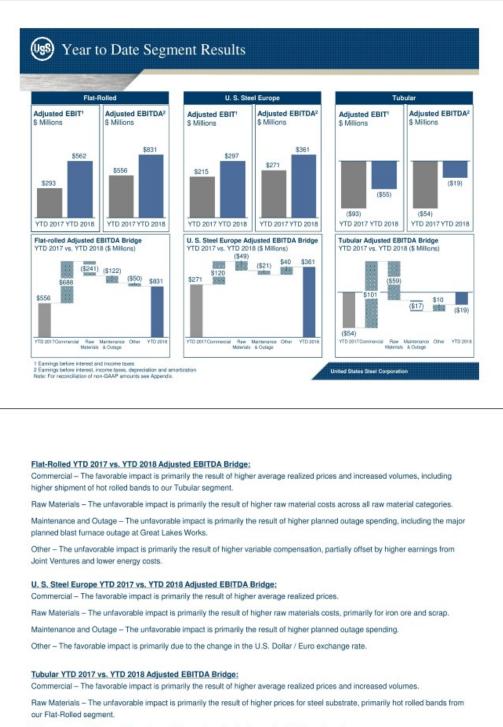
Adjusted net earnings (loss) and adjusted net earnings (loss) per diluted share are non-GAAP measures that exclude the effects of gains (losses) associated with our retained interest in U.S. Steel Canada Inc., gains on the sale of ownership interests in equity investees, facility restart costs, restructuring charges, significant temporary ding charges, and debt extinguishment and other related costs that are not part of the Company's core operations. Adjusted EBITDA is also a non-GAAP measure that excludes the effects of gains (losses) associated with our retained interest in U.S. Steel Canada Inc., gains on the sale of ownership interests in equity investees, facility restart costs, restructuring charges, and debt with our retained interest in U.S. Steel Canada Inc., gains on the sale of ownership interests in equity investees, facility restart costs, restructuring charges, and debt extinguishment and other related costs that can obscure underlying trends. U.S. Steel's management considers adjusted net earnings (loss), adjusted EBITDA as alternative measures of perating performance and earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA as alternative measures of the Company's costs. adjusted here related costs that can obscure underlying trends. U.S. Steel's management considers adjusted net earnings (loss), adjusted net earnings (loss), adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA as alternative measures of operating performance. Additionally, the presentation of adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA as ealternative measures of operating performance. Additionally, the presentation of adjusted net earnings (loss), adjusted



United States Steel Corporation

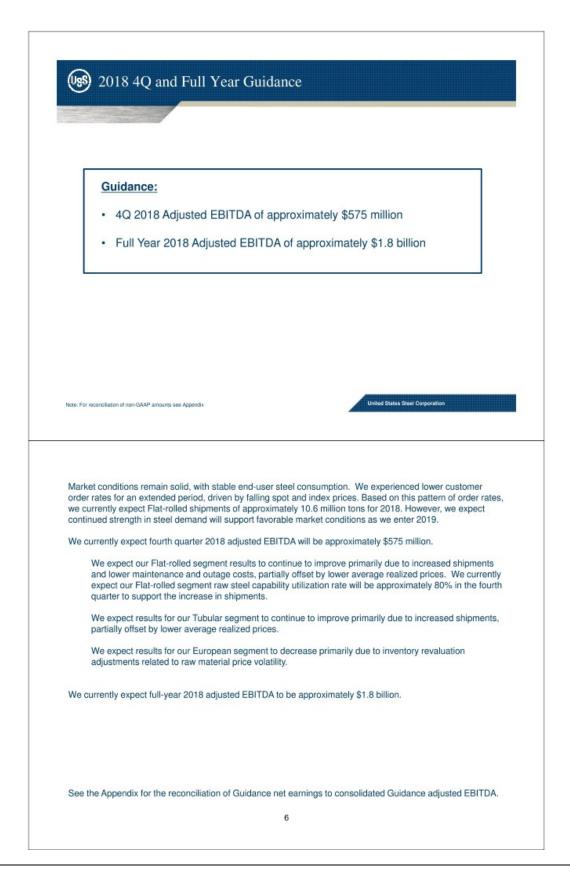


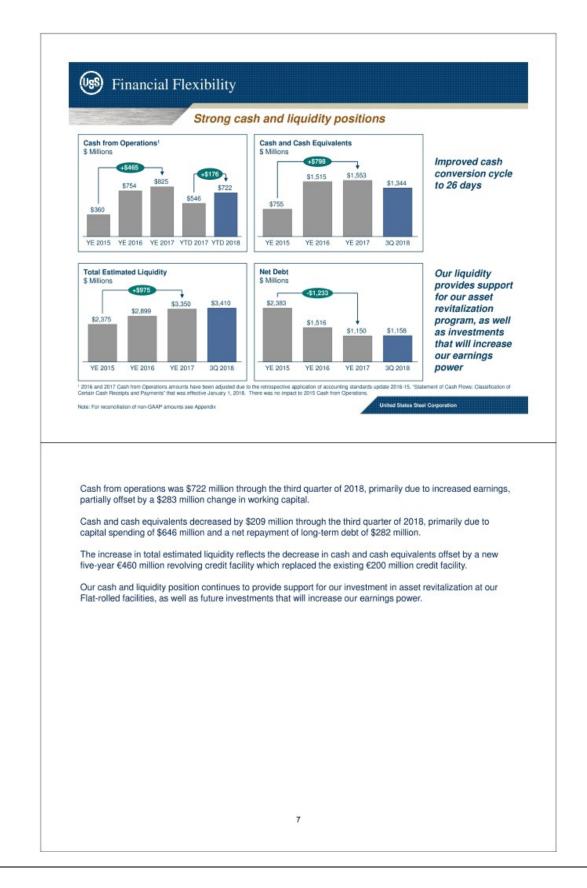




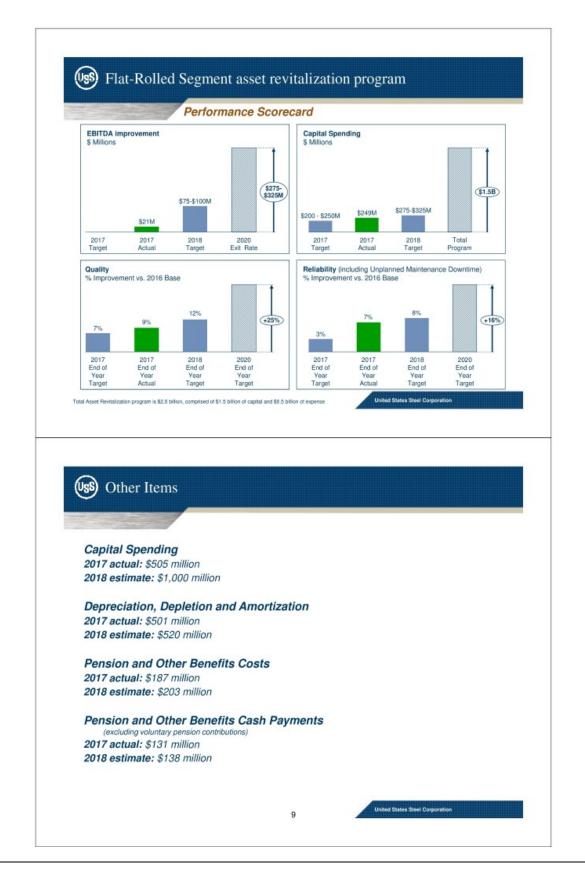
Maintenance and Outage - The unfavorable impact is primarily the result of a higher planned outages.

Other - The favorable impact is primarily due to lower variable compensation and increased earnings from joint ventures.





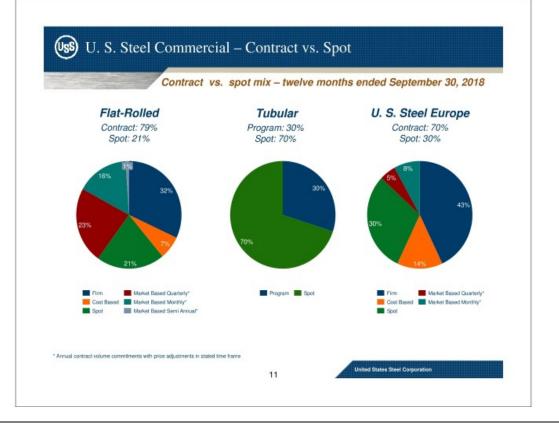


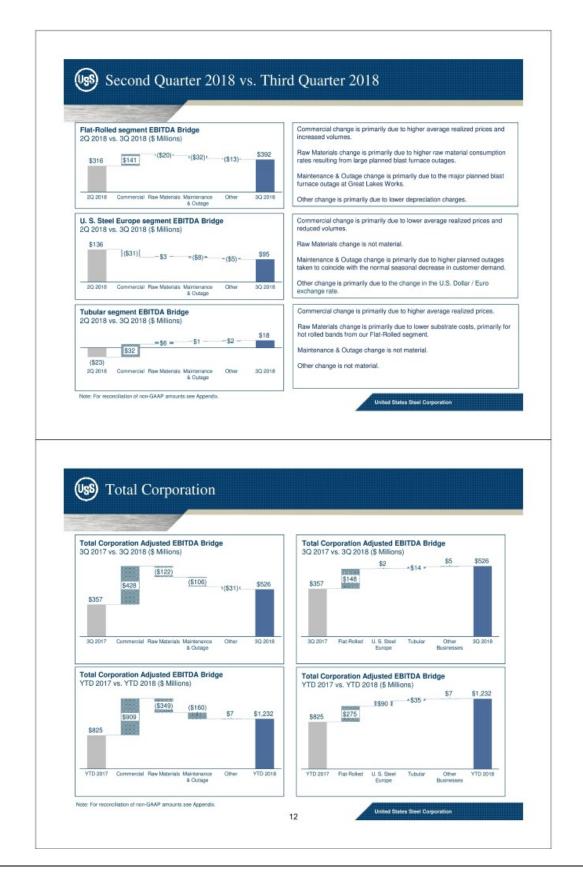


| Major end markets summary |
|--|
| |
| September light vehicle sales beat forecasts at 17.36 million sales SAAR. Sales YTD are 0.3% higher than 2017. Truck, SUV and CUV sales remain robust, with over 70% market share. Vehicle inventories decreased by 3 days in September to 65 days of supply, one day more than September 2017. |
| Higher investments in the pipeline, oil and gas drilling and non-residential construction markets have translated inte increasing demand for yellow goods year to date. Oxford Economics estimates 2018 growth of 2-4% in the machinery sector. |
| Through the end of August, total demand for tin mill products is down 5% year-on-year, with domestic shipments down 2%. Imports YTD have declined almost 10% from 2017. |
| September AHAM major appliance unit shipments of 5.078 million were up 1.1% year-onyear, with increases across every product category. A seasonally strong month, this September saw month-over-month sales growth 45% higher than the 7-year average. Year to date unit shipments are down 0.7%; slightly improved from the Augus pace. |
| OCTG demand is up ~17% YTD through August, with domestic shipments up 31% and imports down 3%. Structural tubing sentiment remains strong, in line with construction demand. Line pipe demand remains robust, with a significant number of projects in 2019 under consideration. |
| August housing starts increased 9.4% from a year ago, but permits declined 5.5% year-on-year, the slowest since May. September Architectural Billing Index fell to 51.1, down from the second highest month of the year in August. The 3Q average score of 51.7 was essentially flat versus 3Q 2017. The Dodge Momentum Index (non-residential) declined 2.6% from August but is 47% higher than September 2017. |
| 19 shipping days in September pulled MSCI carbon flat rolled shipments down to 2.12 million tons, yet shipped ton per day remains high at 108,500 tons, a 7.2% increase over year ago levels. Inventory increased to 2.5 months supply, which should fall in October based on more normal shipping patterns. Implied receipts fell 348,00 and material on order remains low at 1.5 months, tightening the October supply chain. |
| |

| - | Sources: Eurofer, USSK Marketing, IHS, Eurometal, Euroconstruct |
|--------------------|---|
| | Major end markets summary |
| Automotive | EU Light Vehicle Car production reached 4 million units in 3Q 2018, a decrease of 3.8% year-on-year. EU car production is projected to fall by 0.8% year-on-year in 4Q 2018 to 4.7 million units. 18.9 million units is currently projected for 2018, the same level as 2017. Total V4 car production reached 0.79 million units in 3Q 2018, an increase of 7.1% year-over-year. V4 car production is anticipated to increase by 8.7% year-over-year in 4Q 2018 to 0.95 million units. V4 car production is projected to increase by 3.8% year-over-year in 2018 to 3.6 million units. |
| Appliance | EU appliance sector production increased by 1.8% year-over-year in 3Q 2018. In 4Q 2018, production is expected to increase 0.6% year-over-year. In 2018, the appliance market is projected to grow by 1.7% year-over-year. Central Europe increased 1.1% year-over-year in 3Q 2018 and 4Q is expected to increase 0.25% year-over-year. Overall, the Central European sector is projected to grow by 1.6% year-over-year in 2018. |
| Tin Plate | EU tin consumption in 3Q decreased by 0.5% year-over-year. Consumption in 4Q is expected to fall by 2% year-over-year. Moderate consumption growth is projected for 2018. |
| Construction | New residential construction and civil engineering will remain the engine of construction sector growth this year. Residential construction is growing well on the back of low interest rates, decreasing unemployment and immigration inflows. Civil engineering growth is supported by increasing investment in public construction and transport networks. EU Construction output growth is forecasted at 2.7% in 2018. |
| Service Centers | The latest data from the German stockholders association showed that flat steel stocks in August remained above figures from a year ago. Stocks of flat steel saw a decrease of 0.8% month-over- month as buyers restocked ahead of summer. Sales dropped in August, by 3.5% month-over-month, mainly due to the summer holidays. Destocking is expected to continue in 4Q. |
| | 10 United States Steel Corporation |

| USS) Tubular Seg | Sources: Baker Hughes, US Energy Information Administratic Preston Publishing, Inter |
|------------------------------|--|
| | Market industry summary |
| Oil Rig Count | The oil rig count averaged 863 during 3Q, an increase of 2% quarter-over-quarter. As of October 5, 2018, there were 861 active oil rigs. |
| Gas Rig Count | The natural gas rig count averaged 186 during 3Q, a decrease of 5% quarter-over-quarter. As of October 5, 2018, there were 189 active natural gas rigs. |
| Natural Gas Storage Level | As of September 28, 2018, there was 2.9 Tcf of natural gas in storage, down 18% year-over- year. |
| Oil Price | The West Texas Intermediate oil price averaged \$70 per barrel during 3Q, up 2% quarter- over-quarter. |
| Natural Gas Price | The Henry Hub natural gas price averaged \$2.93 per million btu during 3Q, up 3% quarter- over-quarter. |
| Imports | Imports of OCTG remain high. During 3Q, import share of OCTG apparent market demand is projected to be approximately 45%. |
| OCTG Inventory | Overall, OCTG supply chain inventory remains near 3 months. |





Reconciliation of segment EBITDA

| Segment EBITDA – Flat-Rolled (S millions) | 3Q 2017 | 2Q 2018 | <u>3Q 2018</u> | YTD 2017 | YTD 2018 |
|---|----------------|---------------|----------------|----------|----------|
| Segment earnings before interest and income taxes | \$161 | \$224 | \$305 | \$293 | \$562 |
| Depreciation | 83 | 92 | 87 | 263 | 269 |
| Segment EBITDA | \$244 | \$316 | \$392 | \$556 | \$831 |
| Segment EBITDA – U. S. Steel Europe (§ millions) | <u>3Q 2017</u> | 2Q 2018 | <u>3Q 2018</u> | YTD 2017 | YTD 2018 |
| Segment earnings before interest and income taxes | \$73 | \$115 | \$72 | \$215 | \$297 |
| Depreciation | 20 | 21 | 23 | 56 | 64 |
| Segment EBITDA | \$93 | \$136 | \$95 | \$271 | \$361 |
| Segment EBITDA – Tubular (§ millions) | <u>3Q 2017</u> | <u>Q 2018</u> | <u>3Q 2018</u> | YTD 2017 | YTD 2018 |
| Segment loss before interest and income taxes | (\$7) | (\$35) | \$7 | (\$93) | (\$55) |
| Depreclation | 11 | 12 | 11 | 39 | 36 |
| Segment EBITDA | \$4 | (\$23) | \$18 | (\$54) | (\$19) |

Reconciliation to Consolidated 4Q and Full Year Adjusted EBITDA Included in Guidance

| (\$ millions) | 4Q 2018 | FY 2018 |
|---|--|--------------------------|
| Projected net earnings attributable to United States Steel Corporation included in Guidance | \$349 | \$872 |
| Estimated income tax expense | 30 | 66 |
| Estimated net interest and other financial costs | 75 | 327 |
| Estimated depreciation, depletion and amortization | 136 | 520 |
| Projected EBITDA included in Guidance | \$590 | \$1,785 |
| Gain on equity investee transactions | (20) | (38) |
| Granite City Works restart costs | 5 | 68 |
| Granite City Works adjustment to temporary idling charges | | (8) |
| Projected adjusted EBITDA included in Guidance | \$575 | \$1,807 |
| | | |
| te: Projected adjusted EBITDA included in Guidance excludes one-time costs resulting from the fit | uture ratification of a new collective barge | sining agreement |
| 13 | United | States Steel Corporation |

| | nciliation of net debt | | | | | |
|---|---|--|---|---|-------------------|--|
| 1000 - 1000 - 1000 | | | | | | |
| | Net Debt (S.millions) | YE 2015 | <u>YE 2016</u> | <u>YE 2017</u> | YTD 2018 | |
| | Short-term debt and current maturities of long-term debt | \$45 | \$50 | \$3 | \$4 | |
| | Long-term debt, less unamortized discount and deb issuance costs | 3,093 | 2,981 | 2,700 | 2,498 | |
| | Total Debt | \$3,138 | \$3,031 | \$2,703 | \$2,502 | |
| | Less: Cash and cash equivalents | 755 | 1,515 | 1,553 | 1,344 | |
| | Net Debt | \$2,383 | \$1,516 | \$1,150 | \$1,158 | |
| Uss Cash | conversion cycle | | Unite | d Status Sloel | Corporation | |
| Uss Cash | conversion cycle | | Unite | d States Steel | Corporation | |
| Uss Cash | conversion cycle | 20.2018 | | 9 States Steel | Corporation | |
| Cash | | ş | | Q.2018 | Corporation | |
| Cash | Cash Conversion Cycle Accounts Receivable, net | \$ millions Da \$1,656 4 | 3 11 \$1,67 | Q.2018 15 Days 3 41 | Corporation | |
| Cash | Cash Conversion Cycle | \$ millions Da \$1,656 4 \$1,848 5 | 3 5 millior 1 \$1,67 | Q.2018 Is Days 3 41 0 55 | Corporation | |
| Cash | Cash Conversion Cycle Accounts Receivable, net + Inventories - Accounts Payable and Other Accrued | \$ millions Dr \$1,656 4 \$1,848 5 \$2,318 6 | 3 11 \$1.67 3 \$1.95 | Q.2018 Is Days 3 41 0 55 | Corporation | |
| | Cash Conversion Cycle Accounts Receivable, net + Inventories - Accounts Payable and Other Accrued Liabilities = Cash Conversion Cycle ble Days is calculated as Average Accounts Receivat | \$ millions Di \$1,656 4 \$1,848 5 \$2,318 6 2 | 3 11 \$1.67 3 \$1.95 5 \$2.52 9 | Q.2018 Is Days 3 41 0 55 3 70 26 | | |
| Accounts Receival number of days in th | Cash Conversion Cycle Accounts Receivable, net + Inventories - Accounts Payable and Other Accrued Liabilities = Cash Conversion Cycle ble Days is calculated as Average Accounts Receivat | \$ millions Da \$1,656 4 \$1,848 5 \$2,318 6 \$2,318 2 2 lle, net divided | 3 tys <u>\$</u> millior 1 \$1.67 3 \$1.95 5 \$2.52 9 9 | Q.2018 a Days 3 41 0 55 3 70 26 Sales multi | - plied by the | |

Reconciliation of reported and adjusted net earnings

Note: The adjustments included in the table have been tax effected at a 0% rate due to the recognition of a full valuation allo

| Adjusted net earnings attributable to U. S. Steel | \$161 | \$321 |
|--|---------|----------------|
| oss on debt extinguishment and other related costs | 35 | 3 |
| Granite City restart costs | 1000 | 27 |
| 3ain on equity investee transactions | (21) | _ |
| Reported net earnings attributable to U. S. Steel | \$147 | \$291 |
| \$ millions) | 30 2017 | <u>3Q 2018</u> |

United States Steel Corporation

| (S millions) | 3Q 2017 | 2Q 2018 | <u>3Q 2018</u> | YTD 2017 | YTD 2018 |
|--|---------|---------|----------------|----------|----------|
| Reported net earnings attributable to U. S. Steel | \$147 | \$214 | \$291 | \$228 | \$523 |
| Income tax provision (benefit) | - | 12 | 23 | 3 | 36 |
| Net interest and other financial costs1 | 113 | 75 | 59 | 276 | 252 |
| Reported earnings before interest and income taxes | \$260 | \$301 | \$373 | \$507 | \$811 |
| Depreciation, depletion and amortization expense | 118 | 130 | 126 | 376 | 384 |
| EBITDA | \$378 | \$431 | \$499 | \$883 | \$1,195 |
| Gain associated with retained interest in U. S. Steel Canada Inc. | - | - | _ | (72) | 2 |
| Gain on equity investee transactions | (21) | (18) | | (21) | (18) |
| Granite City Works restart costs | - | 36 | 27 | - | 63 |
| Loss on shutdown of certain tubular assets | - | - | - | 35 | 2 |
| Granite City Works temporary idling charges | - | 2 | - | - | (8) |
| Adjusted EBITDA | \$357 | \$451 | \$526 | \$825 | \$1,232 |