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): August 1, 2019

United States Steel Corporation (Exact Name of Registrant as Specified in Charter)

 Delaware
 1-16811
 25-1897152

 (State or Other Jurisdiction of Incorporation)
 (Commission File Number)
 (LR.S. Employer Identification No.)

600 Grant Street,
Pittsburgh, PA 15219-2800
(Address of Principal Executive Offices, and Zip Code)

(412) 433-1121 Registrant's Telephone Number, Including Area Code

(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 (see General Instruction A.2. below):

Written communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
Pre-commencement communication 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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). 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. \Box

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	X	New York Stock Exchange Chicago Stock Exchange

Item 7.01. Regulation FD Disclosure.

On August 1, 2019, United States Steel Corporation (the "Corporation") posted to its website an earnings presentation related to the Corporation's financial results for the second quarter 2019. 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 August 2, 2019, the Corporation will conduct a conference call to discuss its results for the second quarter 2019.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Second Quarter 2019 Earnings Presentation.

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/ Kimberly D. Fast

Kimberly D. Fast Acting Controller

Dated: August 1, 2019



Second Quarter 2019

Earnings Presentation

August 1, 2019

www.ussteel.com



Forward-looking Statements



These slides are being provided to assist readers in understanding the results of operations, financial condition and cash flows of United States Steel Corporation for the second quarter and full year of 2019. 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 Report 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 27A 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 forwardlooking 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 changes, share of sales and earnings per share changes, 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, 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.



Explanation of Use of Non-GAAP Measures



We present adjusted net earnings (loss), adjusted net earnings (loss) per diluted share, earnings (loss) before interest, income taxes, depreciation and amortization (EBITDA) and adjusted EBITDA, which are non-GAAP measures, as additional measurements to enhance the understanding of our operating 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 refine 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 items such as the December 24, 2018 Clairton coke making facility fire, the United Steelworkers (USW) labor agreement signing bonus and related costs, gains (losses) on the sale of ownership interests in equity investees, significant temporary idling charges, restart and related costs associated with Granite City Works, debt extinguishment and other related costs and the reversal of our tax valuation allowance that are not part of the Company's core operations (Adjustment Items). Adjusted EBITDA is also a non-GAAP measure that excludes certain Adjustment Items. We present adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA to enhance the understanding of our ongoing operating performance and established trends affecting our core operations, by excluding the effects of events that can obscure underlying trends. U.S. Steel's management considers adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA as alternative measures of operating performance and not alternative measures of the Company's liquidity. U. S. Steel's management considers adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA useful to investors by facilitating a comparison of our operating performance to the operating performance of our competitors. Additionally, the presentation of adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA provides insight into management's view and assessment of the Company's ongoing operating performance, because management does not consider the adjusting items when evaluating the Company's financial performance. Adjusted net earnings (loss), adjusted net earnings (loss) per diluted share and adjusted EBITDA should not be considered a substitute for net earnings (loss), earnings (loss) per diluted share or other financial measures as computed in accordance with U.S. GAAP and is not necessarily comparable to similarly titled measures used by other companies.





Second Quarter 2019 Financial Highlights



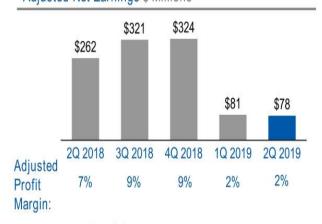
Reported Net Earnings \$ Millions



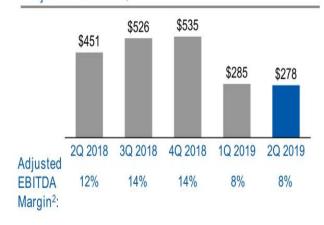
Segment EBIT¹ \$ Millions



Adjusted Net Earnings \$ Millions



Adjusted EBITDA² \$ Millions



² Earnings before interest, income taxes, depreciation and amortization Note: For reconciliation of non-GAAP amounts see Appendix.



United States Steel Corporation

¹ Earnings before interest and income taxes

Flat-rolled Segment



Key Segment Statistics

	2Q 2018	3Q 2018	4Q 2018	1Q 2019	2Q 2019
Shipments: in 000s, net tons	2,584	2,659	2,733	2,725	2,804
Production: in 000s, net tons	2,841	2,933	3,334	3,075	2,984

Adjusted EBITDA \$ Millions



Average Selling Price \$ / net ton





¹Source: Wards, Dodge, MSCI

²SAAR = seasonally adjusted annual rate

Select End - Market Indicators¹

Automotive

May and June sales beat expectations and SAAR2 of 17.4M improves over first 4 months at 16.7M. Vehicle inventories stable at 67 days supply going into July OEM outages.

Construction

Dodge square footage up in June as weather conditions improve, but YTD square footage below first 6 months 2018.

Service Centers

June carbon flat-rolled tons per day shipped of 106,600 tons best since October 2018. Gross inventory lowest in 2 years.

Contract vs. Spot Mix 77% Contract; 23% Spot



6

U. S. Steel Europe Segment



Key Segment Statistics

	2Q 2018	3Q 2018	4Q 2018	1Q 2019	2Q 2019
Shipments: in 000s, net tons	1,156	1,101	1,073	1,064	1,004
Production: in 000s, net tons	1,308	1,210	1,213	1,159	1,148

Adjusted EBITDA \$ Millions



Average Selling Price \$ / net ton



USS United States Steel Corporation

Select End - Market Indicators¹

Automotive

EU car production expected to decline 2.3% year-over-year (y-o-y) in 2019, however the V4 region² is projected to grow 0.9% over the same time frame.

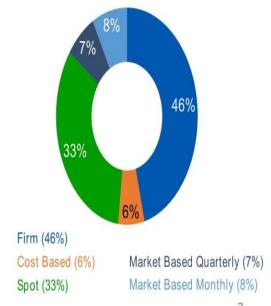
Construction

In 2019, the construction sector is expected to grow by 1.9% y-o-y, driven largely by public construction projects.

Service Center

Higher than normal inventory levels persist. As a result, distributor demand for new material is low.

Contract vs. Spot Mix 67% Contract; 33% Spot



1

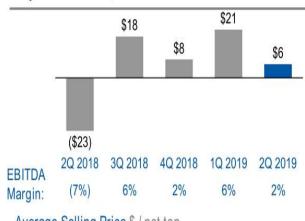
Tubular Segment



Key Segment Statistics

	<u>2Q 2018</u>	3Q 2018	4Q 2018	1Q 2019	2Q 2019
Shipments: in 000s, net tons	201	184	216	207	195

Adjusted EBITDA \$ Millions



Average Selling Price \$ / net ton



USS United States Steel Corporation

¹Source: Bloomberg, US Department of Commerce, Preston Publishing

Select End - Market Indicators1

Oil Prices

West Texas Intermediate Oil Price at ~\$55/barrel, up ~25% since the end of 2018.

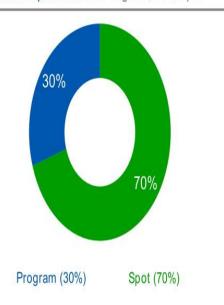
Imports

Imports of OCTG remain high. During 2Q, import share of OCTG apparent market demand is projected to be approximately 45%.

OCTG Inventory

Overall, OCTG supply chain inventory is approximately 3 months.

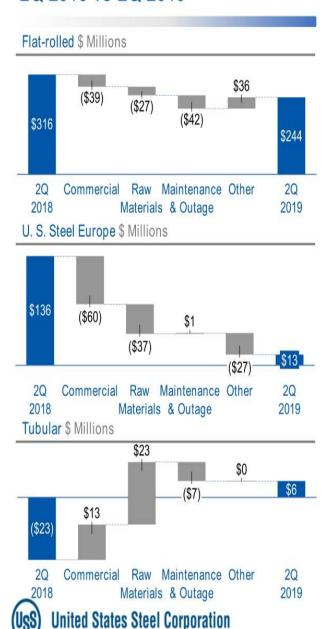
Contract vs. Spot Mix 30% Program; 70% Spot



Second Quarter Segment EBITDA Bridges



2Q 2018 vs 2Q 2019



Commercial: The unfavorable impact is primarily the result of lower average realized prices partially offset by increased volumes.

Raw Materials: The unfavorable impact is primarily the result of higher costs for coal and outside purchased coke.

Maintenance & Outage: The unfavorable impact is primarily the result of higher planned outages, primarily purposeful investments in asset revitalization projects.

Other: The favorable impact is primarily the result of reduced variable compensation.

Commercial: The unfavorable impact is the result of lower average realized prices and decreased volumes.

Raw Materials: The unfavorable impact is primarily the result of higher costs for iron ore.

Maintenance & Outage: The change is not material.

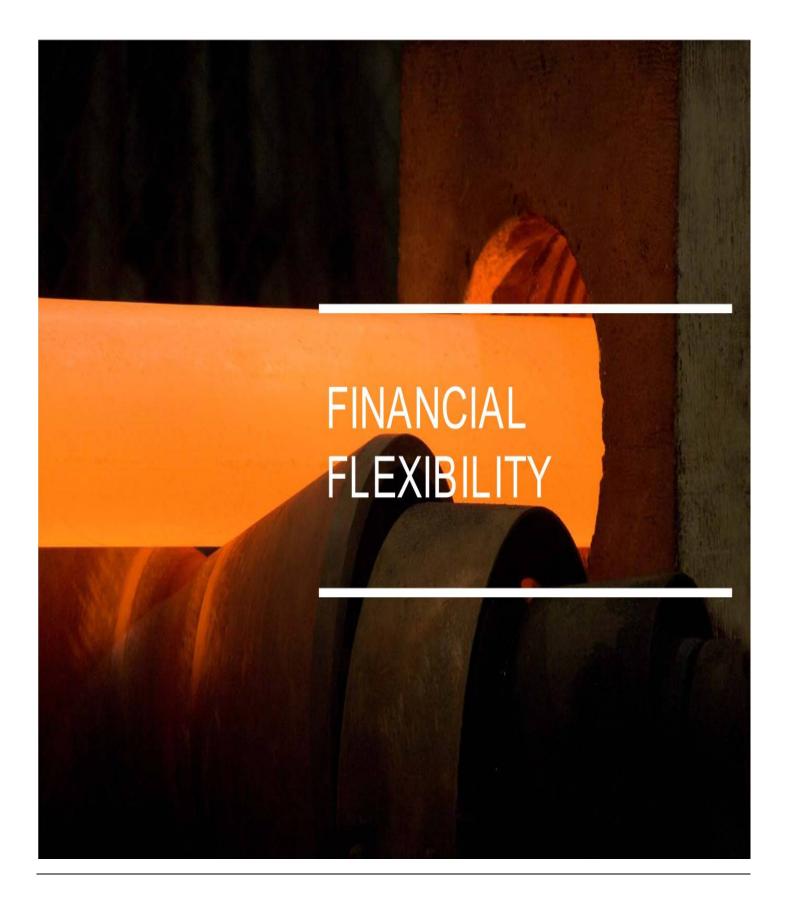
Other: The unfavorable impact is primarily the result of unfavorable change in the U.S. Dollar / Euro exchange rate.

Commercial: The favorable impact is primarily the result of higher average realized prices.

Raw Materials: The favorable impact is primarily the result of lower costs for steel substrate for hot rolled bands from our Flat-Rolled segment and rounds purchased from third-party suppliers.

Maintenance & Outage: The unfavorable impact is primarily the result of restart and investment related costs.

Other: There is no year-over-year change.



Cash and Liquidity Support Execution of our Strategy



Cash from Operations \$ Millions



Cash and Cash Equivalents \$ Millions



Total Estimated Liquidity \$ Millions



Net Debt \$ Millions





Proactively De-Risked Our Debt Maturity Profile



Maturity profile significantly extended



2025

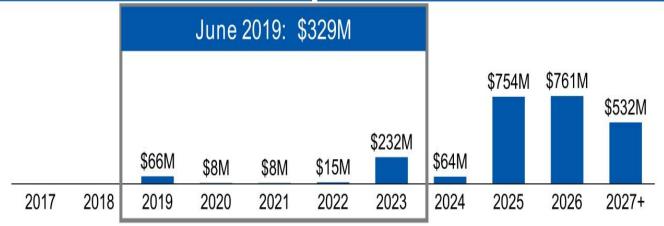
next significant debt maturity

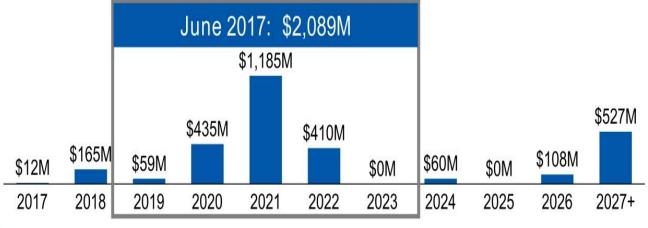
Reduction in near-term maturities



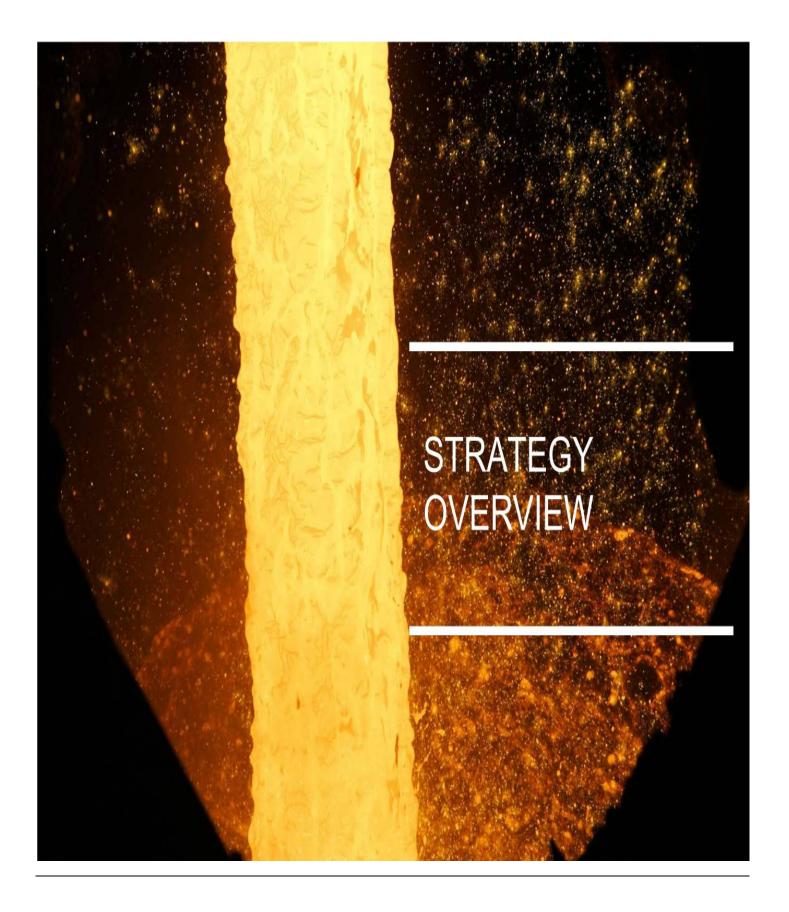
~\$1.8B

Reduction in near-term maturities









Building a Solid Foundation for Our Future



OUR STRATEGY

- Enhance operational excellence: safe, environmentally responsible, reliable and cost effective operations
- Create operating leverage: revitalized steelmaking assets with improved operational performance
- Invest in technology: cost structure and product capabilities to serve strategic markets



CRITICAL SUCCESS FACTORS

- Move Down the Cost Curve
- ک Win in Strategic Markets
- Move Up the Talent Curve



Our Critical Success Factors









Move Down the Cost Curve

Improve through-cycle profitability:

- Continue investments in Asset Revitalization and Reliability Centered Maintenance
- Focus on innovation and technology

Win in Strategic Markets

Increase capabilities to grow share in strategic markets where we can:

- Win in growing markets
- Differentiate on the basis of cost, quality and product attributes
- Reduce impact of demand cyclicality

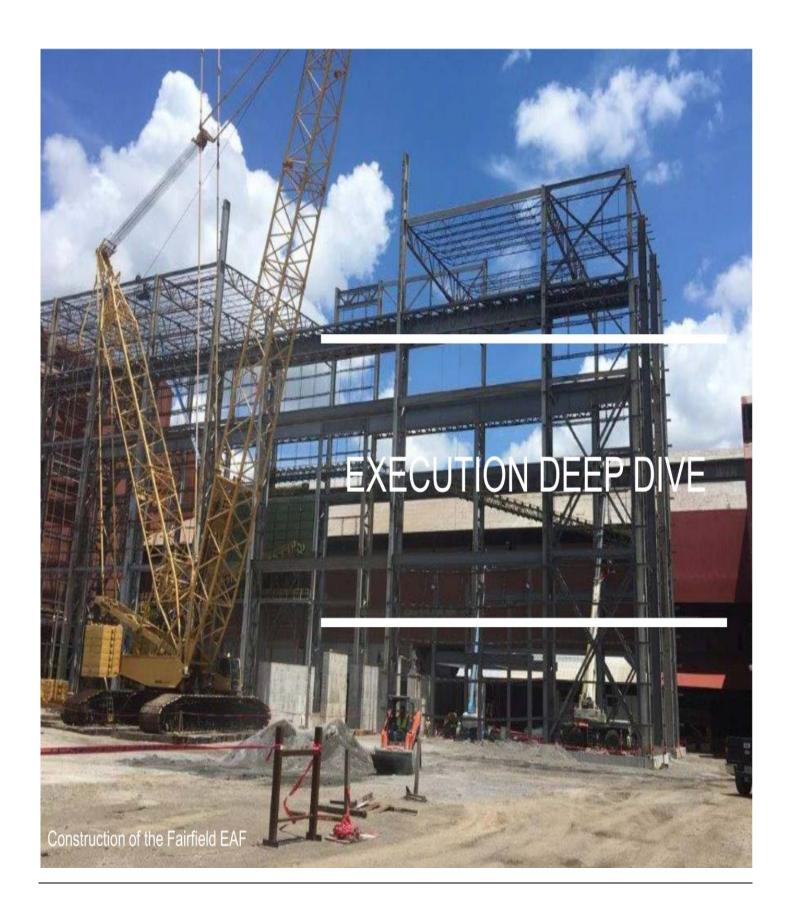
Move Up the Talent Curve

Attract, develop, and retain top talent:

- Advance our culture
- Strengthen our commitment to our S.T.E.E.L. Principles

(USS)

United States Steel Corporation



Three Elements of Execution



Improve Reliability

Execute Planned Outages

Strong execution positions us to extract value from investments

Improvements in reliability to generate throughput and efficiency benefits

Reduce Capital Intensity

Post investment horizon ... optimization of sustaining capex and maintenance and outage (M&O)



Improvements in reliability to generate throughput and efficiency benefits



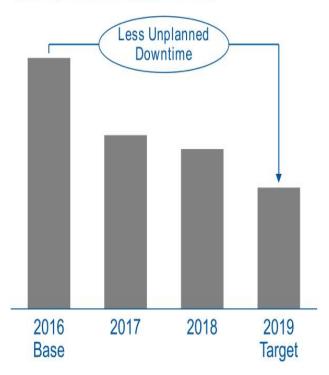




Less Unplanned Downtime

on Constrained Assets

Unplanned Downtime in Days





Improve Reliability







United States Steel Corporation

¹ Fewer unplanned downtime at each Asset Revitalization steelmaking facility's constrained unit.

² Commercial benefits plus operational efficiencies. This represents \$200 million of the annual \$275 - \$325 million end of program Asset Revitalization EBITDA targeted benefits.

Strong execution positions us to extract value from investments at the Mon Valley BOP

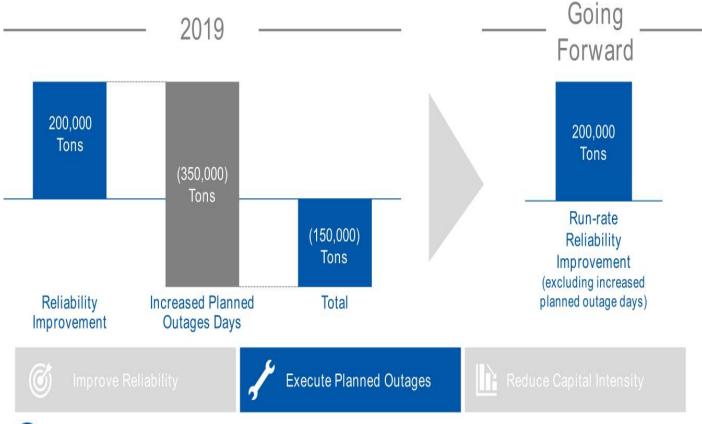




- 85% of Mon Valley BOP Asset Revitalization work complete
- Source of high quality, low cost liquid steel for future endless casting and rolling line



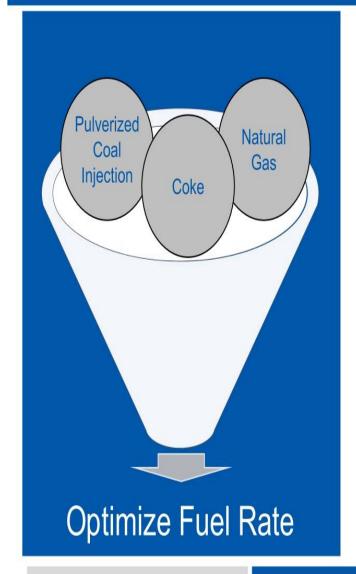
- 200k additional tons on a key constrained asset
- Significant improvement in Standard Overall Equipment Effectiveness (SOEE) losses





Strong execution positions us to extract value from investments at the Gary BF #14







- Enabled by Asset Revitalization investment in furnace staves
- First upgrades completed in March; final set of replacements in 2H 2019
- Increases use of PCI to displace coke and natural gas

+\$5M YTD Benefit









Post investment horizon ... optimization of sustaining capex and M&O



Current Investment Mix

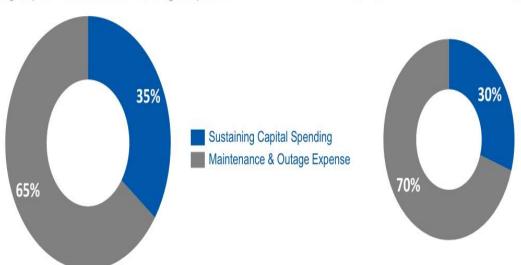
After Strategic Investments Mix

\$2.5 Billion

Sustaining Capex + Maintenance & Outage Expense¹

\$1.9 Billion

Sustaining Capex + Maintenance & Outage Expense¹



~25% optimization after the completion of strategic investments



Improve Reliability







Executing strategic investments in line with expectations



			On track At ri	sk Off track
	Technology Investments	Investment	Run-Rate EBITDA	Execution Status
1	Mon Valley Endless Casting & Rolling (2019 – 2022 investment)	\$1,200M	\$275M	
2	Tubular EAF (2019 – 2020 investment)	\$280M	\$80M	
3	USSK Dynamo Line (2019 – 2020 investment)	\$130M	\$35M	
	TOTAL	\$1,610M	\$390M	

Compelling return on investment from strategic projects

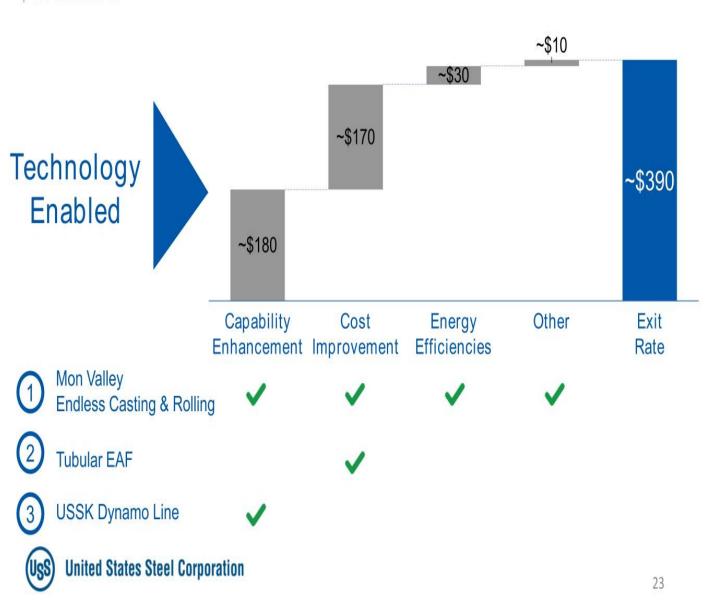


Investments in technology generate balanced benefit streams to de-risk value realization



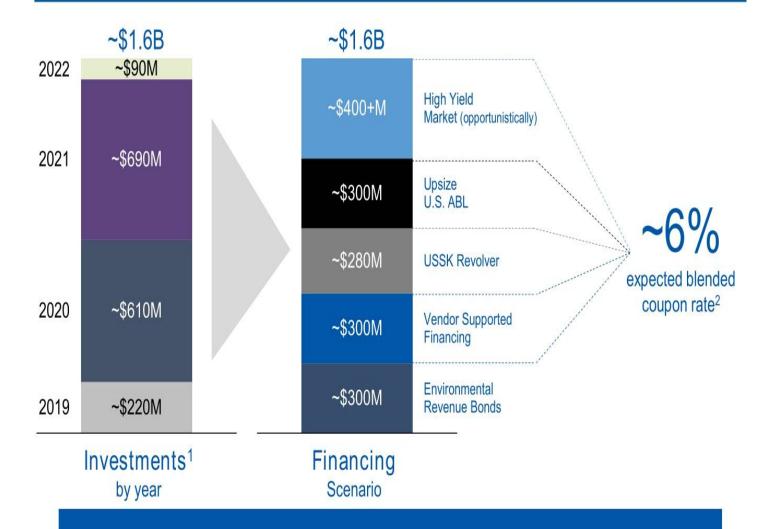
Run Rate EBITDA Contribution from Strategic Projects

\$ in millions



Options available to fund our strategic investments





Flexible and efficient sources of financing

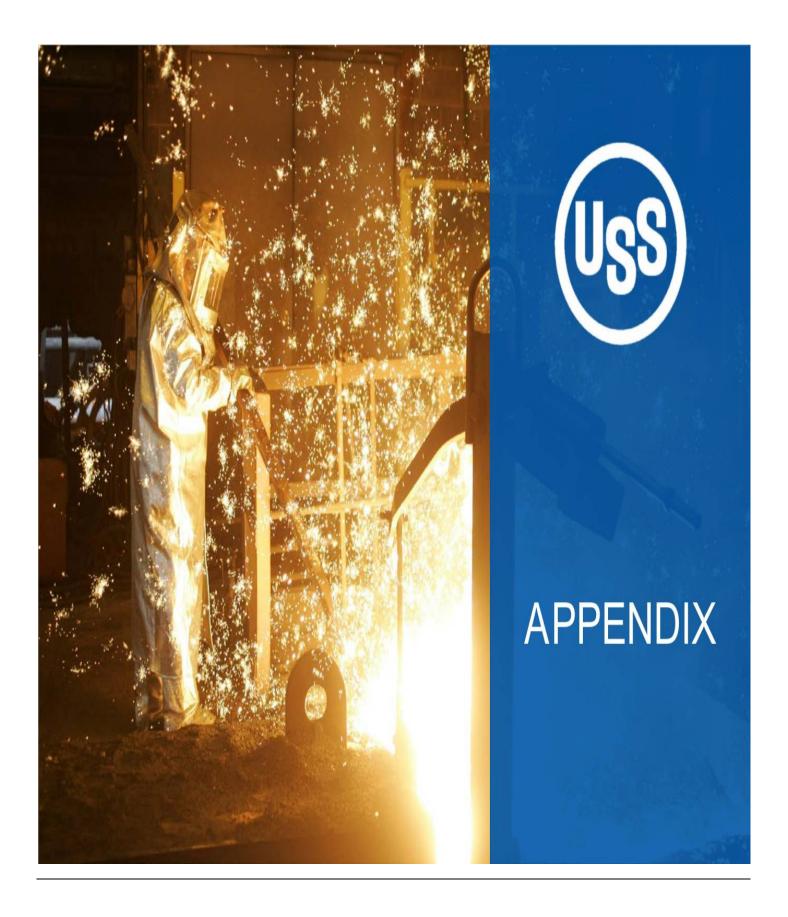
Note: The financing options above are illustrative, and the ultimate sources of financing may differ materially from those above, based on market conditions.



United States Steel Corporation

¹ Includes EAF, Dynamo Line and Endless Casting and Rolling

² ~\$880M is variable rate based on exposure to EURIBOR / LIBOR; calculation assumes rates as of July 2019

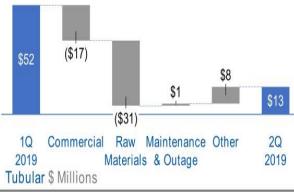


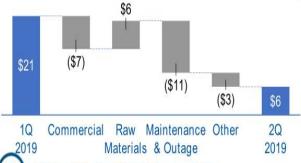
Second Quarter Segment EBITDA Bridges



1Q 2019 vs 2Q 2019







United States Steel Corporation

Commercial: The unfavorable impact is primarily the result of lower average realized prices partially offset by the seasonal impact from higher third party pellet sales.

Raw Materials: The favorable impact is primarily the result of reduced blast furnace fuels and lower costs for scrap.

Maintenance & Outage: The unfavorable impact is primarily the result of higher planned outages.

Other: The favorable impact is primarily the result of lower energy costs.

Commercial: The unfavorable impact is primarily the result of lower average realized prices and decreased volumes.

Raw Materials: The unfavorable impact is primarily the result of higher costs for iron ore.

Maintenance & Outage: The change is not material.

Other: The favorable impact is primarily the result of lower energy costs and consumption.

Commercial: The unfavorable impact is the result of decreased volumes and lower average realized prices.

Raw Materials: The favorable impact is primarily the result of lower costs for steel substrate for rounds purchased from third-party suppliers and hot rolled bands from our Flat-Rolled segment.

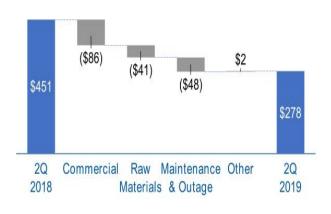
Maintenance & Outage: The unfavorable impact is primarily the result of restart and investment related costs.

Other: The unfavorable impact is primarily the result of inventory changes.

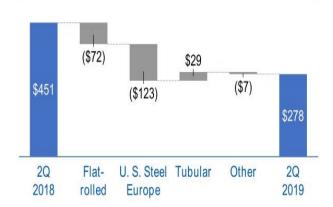
Total Corporation Adjusted EBITDA Bridges



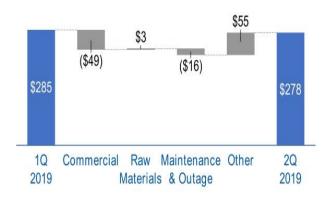
2Q 2018 vs 2Q 2019 \$ Millions



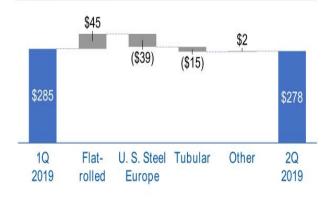
2Q 2018 vs 2Q 2019 \$ Millions



1Q 2019 vs. 2Q 2019 \$ Millions



1Q 2019 vs. 2Q 2019 \$ Millions





Reconciliation of segment EBITDA



Segment EBITDA – Flat-rolled (\$ millions)	<u>2Q 2018</u>	<u>3Q 2018</u>	4Q 2018	<u>1Q 2019</u>	<u>2Q 2019</u>
Segment earnings before interest and income taxes	\$224	\$305	\$328	\$95	\$134
Depreciation	92	87	98	104	110
Flat-rolled Segment EBITDA	\$316	\$392	\$426	\$199	\$244
Segment EBITDA – U. S. Steel Europe (\$ millions)	<u>2Q 2018</u>	3Q 2018	4Q 2018	1Q 2019	2Q 2019
Segment earnings before interest and income taxes	\$115	\$72	\$62	\$29	(\$10)
Depreciation	21	23	23	23	23
U. S. Steel Europe Segment EBITDA	\$136	\$95	\$85	\$52	\$13
Segment EBITDA – Tubular (\$ millions)	<u>2Q 2018</u>	<u>3Q 2018</u>	4Q 2018	<u>1Q 2019</u>	2Q 2019
Segment earnings before interest and income taxes	(\$35)	\$7	(\$3)	\$10	(\$6)
Depreciation	12	11	11	11	12
Tubular Segment EBITDA	(\$23)	\$18	\$8	\$21	\$6



United States Steel Corporation

Reconciliation of net debt



nort-term debt and current maturities of long- rm debt ong-term debt, less unamortized discount and sebt issuance costs otal Debt \$3,138 ess: Cash and cash equivalents 755	\$50 2,981 \$3,031
ong-term debt, less unamortized discount and 3,093 ebt issuance costs	2,981
rm debt ong-term debt, less unamortized discount and 3,093	
A SECURITY OF THE PROPERTY OF	\$50
et Debt YE 2015	<u>YE</u> 2016



United States Steel Corporation

Cash Conversion Cycle



Cash Conversion Cycle	4Q 2018		2Q 2	2019
	\$ millions	Days	\$ millions	Days
Accounts Receivable, net	\$1,659	42	\$1,638	43
+ Inventories	\$2,092	58	\$2,166	61
 Accounts Payable and Other Accrued Liabilities 	\$2,477	72	\$2,565	71
= Cash Conversion Cycle		28		33

Accounts Receivable Days is calculated as Average Accounts Receivable, net divided by total Net Sales multiplied by the number of days in the quarter.

Inventory Days is calculated as Average Inventory divided by total Cost of Sales multiplied by the number of days in the quarter.

Accounts Payable Days is calculated as Average Accounts Payable and Other Accrued Liabilities less bank checks outstanding and other current liabilities divided by total Cost of Sales multiplied by the number of days in the quarter.

Cash Conversion Cycle is calculated as Accounts Receivable Days plus Inventory Days less Accounts Payable Days.



Reconciliation of reported and adjusted net earnings



(\$ millions)	2Q 2018	3Q 2018	4Q 2018	1Q 2019	2Q 201
Reported net earnings attributable to U. S. Steel	\$214	\$291	\$592	\$54	\$68
December 24, 2018 Clairton coke making facility fire	-	-	-	27	10
United Steelworkers labor agreement signing bonus and related costs	Ξ	-	88	-	Ē
Reversal of tax valuation allowance	2	2	(374)	_	_
Gain on equity investee transactions	(18)	<u>.</u>	(20)		2
Loss on debt extinguishment and other related costs	28	3	21	=	_
Granite City Works restart and related costs	36	27	17	-	-
Granite City Works adjustment to temporary idling charges	2		-		=
Adjusted net earnings attributable to U. S. Steel	\$262	\$321	\$324	\$81	\$78



Reconciliation of adjusted EBITDA



(\$ millions)	2Q 2018	3Q 2018	4Q 2018	1Q 2019	2Q 2
Reported net earnings attributable to U. S. Steel	\$214	\$291	\$592	\$54	\$6
Income tax (benefit) provision	12	23	(339)	8	(7
Net interest and other financial costs	75	59	60	49	54
Reported earnings before interest and income taxes	\$301	\$373	\$313	\$111	\$11
Depreciation, depletion and amortization expense	130	126	137	143	15
EBITDA	\$431	\$499	\$450	\$254	\$26
December 24, 2018 Clairton coke making facility fire			_	31	13
United Steelworkers labor agreement signing bonus and related costs	-	В	88	Ξ	-
Gain on equity investee transactions	(18)	-	(20)	-	
Granite City Works restart and related costs	36	27	17	-	-
Granite City Works adjustment to temporary idling charges	2	-	-	Ξ	-
Adjusted EBITDA	\$451	\$526	\$535	\$285	\$27



