

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): January 31, 2020

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

Delaware
(State or Other Jurisdiction
of Incorporation)

1-16811
(Commission
File Number)

25-1897152
(I.R.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.

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
Common Stock	X	Chicago Stock Exchange

Item 7.01. Regulation FD Disclosure

On January 31, 2020, United States Steel Corporation (the "Corporation") posted to its website a presentation related to the Corporation's financial results for the fourth quarter and full-year 2019. The presentation will be used in connection with the conference call the Corporation will hold on January 31, 2020 at 8:30 am Eastern time.

In accordance with General Instruction B.2 of Form 8-K, the information contained in this Item 7.01 and the 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 presentation is furnished with this current report on Form 8-K as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

The press release referenced in Item 7.01 is furnished with this current report on Form 8-K as Exhibit 99.1.

(d) Exhibits

- | | |
|----------------------|---|
| 99.1 | Fourth Quarter and Full-Year 2019 Earnings Call Presentation. |
| 101 | Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document. |
| 104 | The cover page from this Current Report on Form 8-K, formatted in Inline XBRL. |
-

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: January 31, 2020



Construction of our EAF in Fairfield, AL



Fourth Quarter & Full Year 2019

Earnings Call

David Burritt
President and Chief Executive Officer

Christie Breves
Senior Vice President and Chief Financial Officer

Rich Fruehauf
Senior Vice President, Chief Strategy
and Development Officer

Kevin Lewis
General Manager, Investor Relations

January 31, 2020

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 fourth 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 to be 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 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, anticipated cost savings, potential capital and operational cash improvements, statements about proposed investments, U. S. Steel's future ability or plans to take ownership of the Big River Steel joint venture as a wholly owned subsidiary, 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. The 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 the 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 the Company's Annual Report on Form 10-K and those described from time to time in the Company's 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 restructuring charges, the December 24, 2018 Clairton coke making facility fire, the Big River Steel option mark to market, the impact of the tax valuation allowance, the United Steelworkers (USW) labor agreement signing bonus and related costs, gains (losses) on the sale of ownership interests in equity investees, restart and related costs associated with Granite City Works, and debt extinguishment and other related costs 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 adjustment items 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 adjustment 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.

Reasons We Are Confident



Significant Actions Taken in 2019 to Support Strategy Execution



- ✓ Set all-time best safety records
- ✓ Strengthened customer relationships
- ✓ Announced significant investments in “best of both” technology
- ✓ Raised \$1.1 billion to support nimble execution
- ✓ Reduced fixed costs
- ✓ Announced GHG¹ emissions intensity reduction target
- ✓ De-risked our pension and OPEB obligations

Current Market Conditions



Flat-rolled



U. S. Steel Europe



Tubular

Current Market Conditions

- Market has bottomed
- Order book is healthy
- Demand to remain solid
- Improving prices
- Greater market activity
- Better supply/demand balance
- Limited catalysts for improved market activity at this time

2020 Shipment Projections¹

10.0 million net tons

3.2 million net tons

0.9 million net tons



¹ Estimated 3rd party shipments for Flat-rolled and U. S. Steel Europe segments.

Keys to Execution in 2020



Remain nimble
and preserve
optionality



Advance
strategic
projects



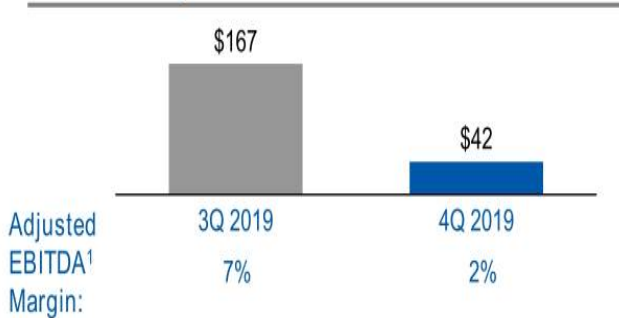
Transition
footprint



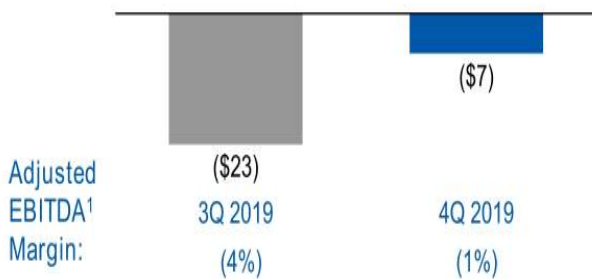
Fourth Quarter 2019 Financial Highlights



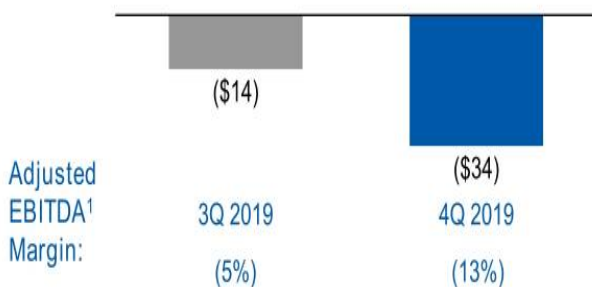
Flat-rolled Adjusted EBITDA¹ \$ Millions



U. S. Steel Europe Adjusted EBITDA¹ \$ Millions



Tubular Adjusted EBITDA¹ \$ Millions



- Total fourth quarter adjusted EBITDA¹ of \$4 million, ahead of our guidance on December 19

- Quarter performance ~\$30 million better than our expectations

- Flat-rolled: Stronger
- U. S. Steel Europe: In-line
- Tubular: Weaker

- Released ~\$400 million of working capital in the fourth quarter

- Cash and cash equivalents total \$749 million



United States Steel Corporation

¹ Earnings before interest, income taxes, depreciation and amortization.
Note: For reconciliation of non-GAAP amounts see Appendix.

Our Priorities for the Balance Sheet



Strong Liquidity

Targeting at least \$1.5 billion of total liquidity at any point throughout the cycle



Maintain Financial Flexibility

... to support continued execution of our “best of both” strategy throughout the cycle



Debt Maturity Profile Management

No significant notes maturities until 2025





- Seasonality of mining
- Lower Flat-rolled shipments in 1Q 2020 vs. 4Q 2019 to prepare for the blast furnace #4 outage in April
- **Full quarter impact of our portion of Big River Steel's depreciation and amortization and net interest expense**



- Confident in our future
- Delivered in 2019 to support strategy execution
- Focused on executing in 2020



Q & A

© 2019 FORBES MEDIA LLC. USED WITH PERMISSION



Forbes 2019

GLOBAL
WORLD'S BEST
EMPLOYERS
2000



HUMAN
RIGHTS
CAMPAIGN
FOUNDATION

BEST

PLACES TO WORK

2020 for LGBTQ Equality

100% CORPORATE EQUALITY INDEX™



Closing
Remarks

Reconciliation of Segment EBITDA



Segment EBITDA – Flat-rolled (\$ millions)	<u>3Q 2019</u>	<u>4Q 2019</u>
Segment earnings before interest and income taxes	\$46	(\$79)
Depreciation	121	121
Flat-rolled Segment EBITDA	\$167	\$42
Segment EBITDA – U. S. Steel Europe (\$ millions)	<u>3Q 2019</u>	<u>4Q 2019</u>
Segment earnings before interest and income taxes	(\$46)	(\$30)
Depreciation	23	23
U. S. Steel Europe Segment EBITDA	(\$23)	(\$7)
Segment EBITDA – Tubular (\$ millions)	<u>3Q 2019</u>	<u>4Q 2019</u>
Segment earnings before interest and income taxes	(\$25)	(\$46)
Depreciation	11	12
Tubular Segment EBITDA	(\$14)	(\$34)

Reconciliation of Adjusted EBITDA



<u>(\$ millions)</u>	<u>3Q 2019</u>	<u>4Q 2019</u>
Reported net earnings attributable to U. S. Steel	(\$84)	(\$680)
Income tax provision	(44)	233
Net interest and other financial costs	48	71
<hr/>		
Reported earnings before interest and income taxes	(\$80)	(\$376)
Depreciation, depletion and amortization expense	161	162
<hr/>		
EBITDA	\$81	(\$214)
December 24, 2018 Clairton coke making facility fire	9	(3)
Restructuring charges	54	221
<hr/>		
Adjusted EBITDA	\$144	\$4



INVESTOR RELATIONS

Kevin Lewis
General Manager



412-433-6935



klewis@uss.com

Eric Linn
Manager



412-433-2385



eplinn@uss.com

www.ussteel.com

