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): May 2, 2024

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)**	**(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))

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

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. ☐

Item 2.02. Results of Operations and Financial Condition

On May 2, 2024, United States Steel Corporation (the “Corporation”) issued a press release announcing its financial results for the first quarter 2024. Also on May 2, 2024, the Corporation posted to its website a presentation related to the Corporation’s financial results for the first quarter 2024.

In accordance with General Instruction B.2 of Form 8-K, the information contained in this Item 2.02, the press release and the presentation are being furnished under Item 2.02 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 full text of the press release, together with related unaudited financial information and statistics, is furnished herewith as Exhibit 99.1. The earnings presentation is furnished with this current report on Form 8-K as Exhibit 99.2.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits:

Exhibit No.	Description
99.1	Press release, dated May 2, 2024, titled “United States Steel Corporation Reports First Quarter 2024 Results” together with related unaudited financial information and statistics.
99.2	First Quarter 2024 Earnings.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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/ Manpreet S. Grewal

Manpreet S. Grewal
Vice President, Controller & Chief Accounting Officer

Dated: May 2, 2024

NEWS RELEASE

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FOR IMMEDIATE RELEASE:

United States Steel Corporation Reports First Quarter 2024 Results

- **First quarter 2024 net earnings of $171 million, or $0.68 per diluted share.**
- **First quarter 2024 adjusted net earnings of $206 million, or $0.82 per diluted share. Includes an approximately $0.04 per diluted share unfavorable inventory impact versus our March 18 adjusted net earnings per diluted share guidance of between $0.80 and $0.84 per diluted share.**
- **First quarter 2024 adjusted EBITDA of $414 million. Includes an approximately $10 million unfavorable inventory impact versus our March 18 adjusted EBITDA guidance of approximately $425 million.**

PITTSBURGH, May 2, 2024 – United States Steel Corporation (NYSE: X) reported first quarter 2024 net earnings of $171 million, or $0.68 per diluted share. Adjusted net earnings was $206 million, or $0.82 per diluted share. This compares to first quarter 2023 net earnings of $199 million, or $0.78 per diluted share. Adjusted net earnings for the first quarter 2023 was $195 million, or $0.77 per diluted share.

Commenting on the Company’s first quarter performance, U. S. Steel President and Chief Executive Officer, David B. Burritt said, “We delivered a solid first quarter while maintaining an unwavering focus on safety as we progress towards the close of our pending transaction with Nippon Steel Corporation. First quarter adjusted EBITDA of $414 million reflects the benefits of a diverse order book and efficiently run operations in the midst of changing market conditions, partly offset by an unfavorable inventory impact in our North American Flat-Rolled segment. Both our North American Flat-Rolled and Mini Mill segments generated sizeable sequential increases in EBITDA, capturing higher steel prices and optimizing product mix for improved profitability. Our European segment successfully navigated a dynamic steel market backdrop to deliver better than expected performance. Meanwhile, our Tubular segment continued to deliver historically strong performance despite a softer market environment.”

“We expect an even stronger second quarter, with adjusted EBITDA in the range of $425 million to $475 million, as typical first quarter seasonal mining headwinds abate,” continued Burritt. “This should drive sequentially stronger EBITDA for our Flat-Rolled segment, while our Mini Mill segment is expected to be negatively impacted by lower average selling prices. Our U. S. Steel Europe segment results are expected to remain challenged, reflecting mounting commercial headwinds. As a result, we extended a planned outage on blast furnace #2 to balance our production with demand. We expect results in our Tubular segment to moderate as selling prices decline.”

Commenting on the Company’s strategic initiatives, Burritt concluded, “We continue to move closer to the completion of our in-flight capital projects and the incremental earnings and resilient cash flow they are expected to generate. We recently commissioned our new dual Galvalume® / Galvanized coating line at Big River Steel. This state-of-the-art finishing line will enhance our product mix while meeting the demand of customers. Meanwhile, we’re another quarter closer to the start-up of Big River 2, our new mini mill in Osceola, Arkansas. Big River 2 remains on-track for start-up in the second half of 2024. I invite you to review the progress being made on Big River 2, which is showcased in our investor presentation posted on our Investor Relations webpage.”

Transaction Update

The Company continues to progress towards closing the transaction with Nippon Steel Corporation. Last month, U. S. Steel stockholders approved the merger with ~99% approval of shares voted, satisfying a significant condition to closing. The Company and Nippon Steel Corporation each received, and are working to respond to, a request for additional information and documentary materials (commonly referred to as a “second request”) from the U.S. Department of Justice in connection with antitrust review of the merger under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended (the "HSR Act").

The Company currently expects that the merger will be completed in the second half of 2024, subject to the fulfillment of the remaining, customary closing conditions, including the expiration or termination of the waiting period under the HSR Act and receipt of other required regulatory approvals.

Earnings Highlights		
	Three Months Ended March 31,	
(Dollars in millions, except per share amounts)	2024	2023
Net Sales	$ 4,160	$ 4,470
Segment earnings (loss) before interest and income taxes		
Flat-Rolled	$ 34	$ (7)
Mini Mill	99	12
U. S. Steel Europe	16	(34)
Tubular	57	232
Other	(2)	3
Total segment earnings before interest and income taxes	$ 204	$ 206
Other items not allocated to segments	(50)	(17)
Earnings before interest and income taxes	$ 154	$ 189
Net interest and other financial benefits	(55)	(61)
Income tax expense	38	51
Net earnings	$ 171	$ 199
Earnings per diluted share	$ 0.68	$ 0.78
Adjusted net earnings (a)	$ 206	$ 195
Adjusted net earnings per diluted share (a)	$ 0.82	$ 0.77
Adjusted earnings before interest, income taxes, depreciation and amortization (EBITDA)(a)	$ 414	$ 427

(a) Please refer to the non-GAAP Financial Measures section of this document for the reconciliation of these amounts.

UNITED STATES STEEL CORPORATION

PRELIMINARY SUPPLEMENTAL STATISTICS (Unaudited)

	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023
OPERATING STATISTICS		
Average realized price: ($/net ton unless otherwise noted) [(a)]		
Flat-Rolled	1,054	1,012
Mini Mill	977	794
U. S. Steel Europe	830	909
U. S. Steel Europe (€/net ton)	764	847
Tubular	2,267	3,757
Steel shipments (thousands of net tons): [(a)]		
Flat-Rolled	2,049	2,278
Mini Mill	568	659
U. S. Steel Europe	1,072	883
Tubular	114	131
Total steel shipments	3,803	3,951
Intersegment steel (unless otherwise noted) shipments (thousands of net tons):		
Mini Mill to Flat-Rolled	112	83
Flat-Rolled to Mini Mill	1	—
Flat-Rolled to Mini Mill (pig iron)	77	29
Flat-Rolled to USSE (coal)	119	—
Raw steel production (thousands of net tons):		
Flat-Rolled	2,111	2,393
Mini Mill	717	759
U. S. Steel Europe	1,079	1,092
Tubular	146	171
Raw steel capability utilization: [(b)]		
Flat-Rolled	64 %	74 %
Mini Mill	87 %	93 %
U. S. Steel Europe	87 %	89 %
Tubular	65 %	77 %
CAPITAL EXPENDITURES (dollars in millions)		
Flat-Rolled	139	139
Mini Mill	463	563
U. S. Steel Europe	28	26
Tubular	10	12
Other Businesses	—	—
Total	$ 640	$ 740

[(a)] Excludes intersegment shipments.

[(b)] Based on annual raw steel production capability of 13.2 million net tons for Flat-Rolled, 3.3 million net tons for Mini Mill, 5.0 million net tons for U. S. Steel Europe and 0.9 million net tons for Tubular.

UNITED STATES STEEL CORPORATION

CONDENSED STATEMENT OF OPERATIONS (Unaudited)

(Dollars in millions, except per share amounts)	Three Months Ended March 31, 2024	2023
Net Sales	$ 4,160	$ 4,470
Operating expenses (income):		
Cost of sales	3,665	3,953
Selling, general and administrative expenses	119	99
Depreciation, depletion and amortization	210	221
(Earnings) loss from investees	(14)	13
Asset impairment charges	7	4
Restructuring and other charges	6	1
Other losses (gains), net	13	(10)
Total operating expenses	4,006	4,281
Earnings before interest and income taxes	154	189
Net interest and other financial benefits	(55)	(61)
Earnings before income taxes	209	250
Income tax expense	38	51
Net earnings	171	199
Less: Net earnings attributable to noncontrolling interests	—	—
Net earnings attributable to United States Steel Corporation	$ 171	$ 199
COMMON STOCK DATA:		
Net earnings per share attributable to United States Steel Corporation Stockholders		
Basic	$ 0.76	$ 0.87
Diluted	$ 0.68	$ 0.78
Weighted average shares, in thousands		
Basic	224,099	227,332
Diluted	254,584	257,447
Dividends paid per common share	$ 0.05	$ 0.05

UNITED STATES STEEL CORPORATION

CONDENSED CASH FLOW STATEMENT (Unaudited)

(Dollars in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023
Increase (decrease) in cash, cash equivalents and restricted cash		
Operating activities:		
Net earnings	$ 171	$ 199
Depreciation, depletion and amortization	210	221
Asset impairment charges	7	4
Restructuring and other charges	6	1
Pensions and other postretirement benefits	(28)	(41)
Active employee benefit investments	30	(3)
Deferred income taxes	36	38
Working capital changes	(312)	(47)
Income taxes receivable/payable	5	10
Other operating activities	(153)	(201)
Net cash (used in) provided by operating activities	(28)	181
Investing activities:		
Capital expenditures	(640)	(740)
Proceeds from sale of assets	—	2
Other investing activities	(5)	—
Net cash used in investing activities	(645)	(738)
Financing activities:		
Repayment of long-term debt	(14)	(10)
Common stock repurchased	—	(75)
Other financing activities	(32)	(32)
Net cash used in financing activities	(46)	(117)
Effect of exchange rate changes on cash	(7)	8
Net decrease in cash, cash equivalents and restricted cash	(726)	(666)
Cash, cash equivalents and restricted cash at beginning of year	2,988	3,539
Cash, cash equivalents and restricted cash at end of period	$ 2,262	$ 2,873

UNITED STATES STEEL CORPORATION

CONDENSED BALANCE SHEET (Unaudited)

(Dollars in millions)	March 31, 2024	December 31, 2023
Cash and cash equivalents	$ 2,221	$ 2,948
Receivables, net	1,722	1,548
Inventories	2,157	2,128
Other current assets	321	319
Total current assets	6,421	6,943
Operating lease assets	99	109
Property, plant and equipment, net	10,807	10,393
Investments and long-term receivables, net	785	761
Intangibles, net	431	436
Goodwill	920	920
Other noncurrent assets	985	889
Total assets	$ 20,448	$ 20,451
Accounts payable and other accrued liabilities	2,948	3,028
Payroll and benefits payable	322	442
Short-term debt and current maturities of long-term debt	159	142
Other current liabilities	319	336
Total current liabilities	3,748	3,948
Noncurrent operating lease liabilities	65	73
Long-term debt, less unamortized discount and debt issuance costs	4,082	4,080
Employee benefits	116	126
Deferred income tax liabilities	629	587
Other long-term liabilities	516	497
United States Steel Corporation stockholders' equity	11,199	11,047
Noncontrolling interests	93	93
Total liabilities and stockholders' equity	$ 20,448	$ 20,451

UNITED STATES STEEL CORPORATION
NON-GAAP FINANCIAL MEASURES
RECONCILIATION OF ADJUSTED NET EARNINGS

(In millions of dollars)	Three Months Ended March 31, 2024		Three Months Ended March 31, 2023	
Net earnings and diluted net earnings per share attributable to United States Steel Corporation, as reported	$ 171	$ 0.68	$ 199	$ 0.78
Restructuring and other charges	6		1	
Stock-based compensation expense	11		11	
Asset impairment charges	7		4	
VEBA asset surplus adjustment	(4)		(22)	
Environmental remediation charges	2		—	
Strategic alternatives review process costs	23		—	
Granite City idling costs	1		—	
Other charges, net	—		1	
Adjusted pre-tax net earnings to United States Steel Corporation	217		194	
Tax impact of adjusted items [(a)]	(11)		1	
Adjusted net earnings and diluted net earnings per share attributable to United States Steel Corporation	$ 206	$ 0.82	$ 195	$ 0.77
Weighted average diluted ordinary shares outstanding, in millions	254.6		257.4	

(a) The tax impact of adjusted items for both the three months ended March 31, 2024 and 2023 were calculated using a blended tax rate of 24%.

UNITED STATES STEEL CORPORATION
NON-GAAP FINANCIAL MEASURES
RECONCILIATION OF ADJUSTED EBITDA

(Dollars in millions)	Three Months Ended March 31, 2024	Three Months Ended March 31, 2023
Reconciliation to Adjusted EBITDA		
Net earnings attributable to United States Steel Corporation	$ 171	$ 199
Income tax expense	38	51
Net interest and other financial benefits	(55)	(61)
Depreciation, depletion and amortization expense	210	221
EBITDA	364	410
Restructuring and other charges	6	1
Stock-based compensation expense	11	11
Asset impairment charges	7	4
Environmental remediation charges	2	—
Strategic alternatives review process costs	23	—
Granite City idling costs	1	—
Other charges, net	—	1
Adjusted EBITDA	$ 414	$ 427
Net earnings margin [(a)]	4.1 %	4.5 %
Adjusted EBITDA margin [(a)]	10.0 %	9.6 %

(a) The net earnings and adjusted EBITDA margins represent net earnings or adjusted EBITDA divided by net sales.

UNITED STATES STEEL CORPORATION

NON-GAAP FINANCIAL MEASURES

RECONCILIATION OF PAST TWELVE MONTHS OF FREE AND INVESTABLE CASH FLOW

(Dollars in millions)	2nd Quarter 2023	3rd Quarter 2023	4th Quarter 2023	1st Quarter 2024	Total of the Four Quarters
Net cash provided (used) by operating activities	$ 713	$ 817	$ 389	$ (28)	$ 1,891
Net cash used in investing activities	(612)	(585)	(633)	(645)	(2,475)
Free cash flow	101	232	(244)	(673)	(584)
Strategic capital expenditures	476	423	425	468	1,792
Investable free cash flow	$ 577	$ 655	$ 181	$ (205)	$ 1,208

We present adjusted net earnings, adjusted net earnings per diluted share, earnings before interest, income taxes, depreciation and amortization (EBITDA), adjusted EBITDA and adjusted EBITDA margin, which are non-GAAP measures, as additional measurements to enhance the understanding of our operating performance. We believe that EBITDA, considered along with net earnings, is a relevant indicator of trends relating to our operating performance and provides management and investors with additional information for comparison of our operating results to the operating results of other companies.

Adjusted net earnings and adjusted net earnings per diluted share are non-GAAP measures that exclude the effects of items that include: restructuring and other charges, stock-based compensation expense, asset impairment charges, VEBA asset surplus adjustment, environmental remediation charges, strategic alternatives review process costs, Granite City idling costs, tax impact of adjusted items and other charges, net (Adjustment Items). Adjusted EBITDA and adjusted EBITDA margins are also non-GAAP measures that exclude the effects of certain Adjustment Items. We present adjusted net earnings, adjusted net earnings per diluted share, adjusted EBITDA and adjusted EBITDA margin 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, adjusted net earnings per diluted share, adjusted EBITDA, and adjusted EBITDA margin as alternative measures of operating performance and not alternative measures of the Company's liquidity. U. S. Steel’s management considers adjusted net earnings, adjusted net earnings per diluted share, adjusted EBITDA, and adjusted EBITDA margin 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, adjusted net earnings per diluted share, adjusted EBITDA, and adjusted EBITDA margin 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, adjusted net earnings per diluted share, adjusted EBITDA, and adjusted EBITDA margin should not be considered a substitute for net earnings, earnings per diluted share or other financial measures as computed in accordance with U.S. GAAP and are not necessarily comparable to similarly titled measures used by other companies.

We also present free cash flow, a non-GAAP measure of cash generated from operations after any investing activity and investable free cash flow, a non-GAAP measure of cash generated from operations after any investing activity adjusted for strategic capital expenditures. We believe that free cash flow and investable free cash flow provide further insight into the Company's overall utilization of cash. A condensed consolidated statement of operations (unaudited), condensed consolidated cash flow statement (unaudited), condensed consolidated balance sheet (unaudited) and preliminary supplemental statistics (unaudited) for U. S. Steel are attached.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This release contains information regarding the Company that may constitute “forward-looking statements,” as that term is defined under the Private Securities Litigation Reform Act of 1995 and other securities laws, that are subject to risks and uncertainties. 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,” “plan,” “goal,” “future,” “will,” “may” and similar expressions or by using future dates in connection with any discussion of, among other things, statements expressing general views about future operating or financial results, operating or financial performance, trends, events or developments that we expect or anticipate will occur in the future, anticipated cost savings, potential capital and operational cash improvements and changes in the global economic environment, the construction or operation of new or existing facilities or capabilities, statements regarding our greenhouse gas emissions reduction goals, as well as statements regarding the proposed transaction, including the timing of the completion of the transaction. However, the absence of these words or similar expressions does not mean that a statement is not forward-looking. Forward-looking statements include all statements that are not historical facts, but instead represent only the Company’s beliefs regarding future goals, plans and expectations about our prospects for the future and other 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 of the Company 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. 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. Risks and uncertainties include without limitation: the ability of the parties to consummate the proposed transaction on a timely basis or at all; the timing, receipt and terms and conditions of any required governmental and regulatory approvals of the proposed transaction; the occurrence of any event, change or other circumstances that could give rise to the termination of the definitive agreement and plan of merger relating to the proposed transaction (the "Merger Agreement"); the risk that the parties to the Merger Agreement may not be able to satisfy the conditions to the proposed transaction in a timely manner or at all; risks related to disruption of management time from ongoing business operations due to the proposed transaction; certain restrictions during the pendency of the proposed transaction that may impact the Company's ability to pursue certain business opportunities or strategic transactions; the risk that any announcements relating to the proposed transaction could have adverse effects on the market price of the Company's common stock; the risk of any unexpected costs or expenses resulting from the proposed transaction; the risk of any litigation relating to the proposed transaction; the risk that the proposed transaction and its announcement could have an adverse effect on the ability of the Company to retain customers and retain and hire key personnel and maintain relationships with customers, suppliers, employees, stockholders and other business relationships and on its operating results and business generally; and the risk the pending proposed transaction could distract management of the Company. The Company directs readers to its Quarterly Report on Form 10-Q for the quarter ended September 30, 2023 and Form 10-K for the year ended December 31, 2023, and the other documents it files with the SEC for other risks associated with the Company's future performance. These documents contain and identify important factors that could cause actual results to differ materially from those contained in the forward-looking statements.

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2024-017

Founded in 1901, United States Steel Corporation is a leading steel producer. With an unwavering focus on safety, the Company's customer-centric Best for All® strategy is advancing a more secure, sustainable future for U. S. Steel and its stakeholders. With a renewed emphasis on innovation, U. S. Steel serves the automotive, construction, appliance, energy, containers, and packaging industries with high value-added steel products such as U. S. Steel's proprietary XG3® advanced high-strength steel. The Company also maintains competitively advantaged iron ore production and has an annual raw steelmaking capability of 22.4 million net tons. U. S. Steel is headquartered in Pittsburgh, Pennsylvania, with world-class operations across the United States and in Central Europe. For more information, please visit www.ussteel.com.

MINED ★ MELTED ★ MADE

IN AMERICA

United States Steel Corporation

FIRST QUARTER 2024

EARNINGS

May 2, 2024

FORWARD-LOOKING STATEMENTS

This presentation contains information regarding the Company and NSC that may constitute "forward-looking statements," as that term is defined under the Private Securities Litigation Reform Act of 1995 and other securities laws, that are subject to risks and uncertainties. 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," "plan," "goal," "future," "will," "may" and similar expressions or by using future dates in connection with any discussion of, among other things, statements expressing general views about future operating or financial results, operating or financial performance, trends, events or developments that we expect or anticipate will occur in the future, anticipated cost savings, potential capital and operational cash improvements and changes in the global economic environment, the construction or operation of new or existing facilities or capabilities, statements regarding our greenhouse gas emissions reduction goals, as well as statements regarding the proposed transaction, including the timing of the completion of the transaction. However, the absence of these words or similar expressions does not mean that a statement is not forward-looking. Forward-looking statements include all statements that are not historical facts, but instead represent only the Company's beliefs regarding future goals, plans and expectations about our prospects for the future and other events, many of which, by their nature, are inherently uncertain and outside of the Company's or NSC's control. It is possible that the Company's or NSC's actual results and financial condition may differ, possibly materially, from the anticipated results and financial condition indicated in these forward-looking statements. Management of the Company or NSC, as applicable, 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. In addition, forward looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from the Company's or NSC's historical experience and our present expectations or projections. Risks and uncertainties include without limitation: the ability of the parties to consummate the proposed transaction on a timely basis or at all; the timing, receipt and terms and conditions of any required governmental and regulatory approvals of the proposed transaction; the occurrence of any event, change or other circumstances that could give rise to the termination of the definitive agreement and plan of merger relating to the proposed transaction (the "Merger Agreement"); the risk that the parties to the Merger Agreement may not be able to satisfy the conditions to the proposed transaction in a timely manner or at all; risks related to disruption of management time from ongoing business operations due to the proposed transaction; certain restrictions during the pendency of the proposed transaction that may impact the Company's ability to pursue certain business opportunities or strategic transactions; the risk that any announcements relating to the proposed transaction could have adverse effects on the market price of the Company's common stock or NSC's common stock or American Depositary Receipts; the risk of any unexpected costs or expenses resulting from the proposed transaction; the risk of any litigation relating to the proposed transaction; the risk that the proposed transaction and its announcement could have an adverse effect on the ability of the Company or NSC to retain customers and retain and hire key personnel and maintain relationships with customers, suppliers, employees, stockholders and other business relationships and on its operating results and business generally; and the risk the pending proposed transaction could distract management of the Company. The Company directs readers to its Quarterly Report on Form 10-Q for the quarter ended September 30, 2023 and Form 10-K for the year ended December 31, 2023, and the other documents it files with the SEC for other risks associated with the Company's future performance. These documents contain and identify important factors that could cause actual results to differ materially from those contained in the forward-looking statements. Risks related to NSC's forward-looking statements include, but are not limited to, changes in regional and global macroeconomic conditions, particularly in Japan, China and the United States; excess capacity and oversupply in the steel industry; unfair trade and pricing practices in regional markets; the possibility of low steel prices or excess iron ore supply; the possibility of significant increases in market prices of essential raw materials; the possibility of depreciation of the value of the Japanese yen against the U.S. dollar and other major foreign currencies; the loss of market share to substitute materials; NSC's ability to reduce costs and improve operating efficiency; the possibility of not completing planned alliances, acquisitions or investments, or such alliances, acquisitions or investments not having the anticipated results; natural disasters and accidents or unpredictable events which may disrupt NSC's supply chain as well as other events that may negatively impact NSC's business activities; risks relating to CO2 emissions and NSC's challenge for carbon neutrality; the economic, political, social and legal uncertainty of doing business in emerging economies; the possibility of incurring expenses resulting from any defects in our products or incurring additional costs and reputational harm due to product defects of other steel manufacturers; the possibility that we may be unable to protect our intellectual property rights or face intellectual property infringement claims by third parties; changes in laws and regulations of countries where we operate, including trade laws and tariffs, as well as tax, environmental, health and safety laws; and the possibility of damage to our reputation and business due to data breaches and data theft. All information in this communication is as of the date above. Neither the Company nor NSC undertakes any duty to update any forward-looking statement to conform the statement to actual results or changes in the Company's or NSC's expectations whether as a result of new information, future events or otherwise, except as required by law.

EXPLANATION OF USE OF NON-GAAP MEASURES

We present adjusted net earnings, adjusted net earnings margin, adjusted net earnings per diluted share, earnings before interest, income taxes, depreciation and amortization (EBITDA), adjusted EBITDA and adjusted EBITDA margin, which are non-GAAP measures, as additional measurements to enhance the understanding of our operating performance. We believe that EBITDA, considered along with net earnings, is a relevant indicator of trends relating to our operating performance and provides management and investors with additional information for comparison of our operating results to the operating results of other companies.

Adjusted net earnings and adjusted net earnings per diluted share are non-GAAP measures that exclude the effects of items that include: asset impairment charges, restructuring and other charges, stock-based compensation expense, VEBA asset surplus adjustment, environmental remediation charges, strategic alternatives review process costs, Granite City idling costs, tax impact of adjusted items and other changes, net (Adjustment Items). Adjusted EBITDA and adjusted EBITDA margin are also non-GAAP measures that exclude the effects of certain Adjustment Items. We present adjusted net earnings, adjusted net earnings per diluted share, adjusted EBITDA and adjusted EBITDA margin 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, adjusted net earnings per diluted share, adjusted EBITDA and adjusted EBITDA margin as alternative measures of operating performance and not alternative measures of the Company's liquidity. U. S. Steel's management considers adjusted net earnings, adjusted net earnings per diluted share, adjusted EBITDA and adjusted EBITDA margin 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, adjusted net earnings per diluted share, adjusted EBITDA and adjusted EBITDA margin 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, adjusted net earnings per diluted share, adjusted EBITDA and adjusted EBITDA margin should not be considered a substitute for net earnings or other financial measures as computed in accordance with U.S. GAAP and are not necessarily comparable to similarly titled measures used by other companies.

We also present net debt, 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. A condensed consolidated statement of operations (unaudited), condensed consolidated cash flow statement (unaudited), condensed consolidated balance sheet (unaudited) and preliminary supplemental statistics (unaudited) for U. S. Steel are attached.

SUMMARY: ADVANCING TOWARDS OUR BEST FOR ALL® FUTURE

Current Landscape

Progressing towards closing the transaction with Nippon Steel Corporation (NSC)

Advancing Big River 2 (BR2) and BRS dual coating line (CGL2) on-track

Challenges

Harnessing mega trends

Successfully navigating a dynamic steel industry backdrop

Solution

Progressing towards becoming the 'best steelmaker with world-leading capabilities'

Moving closer to completing our in-flight capital projects

Path Forward

Closing the NSC transaction at $55 per share in the second half 2024

Creating a global steel leader in value and innovation

NSC & U. S. STEEL: PROGRESSING TOWARDS DEAL CLOSING

Merger approved by shareholders

~99% of shareholder votes cast were in favor of the deal

Progressing towards regulatory approval

Both antitrust and CFIUS review are underway

Expected closing in second half of 2024

Advancing towards creating *the "Best Steelmaker with* World-*leading Capabilities"*

NSC & U. S. STEEL: BEST STEELMAKER WITH WORLD-LEADING CAPABILITIES

NIPPON STEEL + United States Steel

BEST FOR EMPLOYEES

BEST FOR CUSTOMERS

BEST FOR COMMUNITIES

BEST FOR INVESTORS

NSC & U. S. STEEL: BEST FOR EMPLOYEES

Investing more in USW facilities

NSC has committed to investing an additional $1.4 billion in capital expenditures into facilities covered by the current basic labor agreement (BLA) with the United Steelworkers (USW), above and beyond what is required

Re-evaluating growth plans for USW facilities

NSC is assessing opportunities to invest to enhance sustainability and competitiveness

Committed to safety, jobs and footprint

NSC has an unwavering commitment to safety and is promising to maintain jobs, production and operating footprint and honor all agreements with the USW

NSC & U. S. STEEL: BEST FOR CUSTOMERS

Expanded capabilities, innovation and a global platform

Sharing NSC's and U. S. Steel's world-leading technologies and manufacturing capabilities for the benefit of customers

Accelerating decarbonization goals

Collaborating on alternative technologies in decarbonization to deliver innovative steel solutions

Committed to Mined, Melted and Made in America

Further advancing the technical capabilities of U. S. Steel's portfolio of products with NSC's technology and products; better supporting the evolving demand of customers in the United States

NSC & U. S. STEEL: BEST FOR COMMUNITIES

Driving the global steel industry towards carbon neutrality

Advancing NSC's breakthrough technologies to progress towards carbon neutrality: (1) hydrogen injection in BFs; (2) hydrogen use in DRI; and (3) high-grade steel through large size EAFs

Growing U. S. Steel's Pittsburgh HQ

Moving NSC's existing U.S. headquarters from Houston, Texas to Pittsburgh, Pennsylvania

Retaining U. S. Steel's iconic name and brand

NSC is committed to maintaining strong relationships in the communities where we live and work

Note: BF = blast furnace; DRI = direct reduced iron; EAF = electric arc furnace

NSC & U. S. STEEL: BEST FOR INVESTORS

Maximizing stockholder value

$55 per share transaction price, all-cash deal; ~$15 billion total enterprise value

Significant premium for stockholders

+40% premium to U. S. Steel's closing stock price on December 15, 2023; +142% premium to the undisturbed price prior to the announcement of the strategic alternatives review process

Not subject to any financing conditions

Transaction to be funded through proceeds mainly from borrowings; NSC has already secured financing commitments from leading Japanese banks

CGL2: ANOTHER ON-TIME AND ON-BUDGET PROJECT

CGL2 hot commissioned in April 2024

Note: CGL = Continuous galvanizing line. CGL2 is a dual coating line with both Galvalume® and Galvanized capabilities.

CGL2: ENHANCING THE MINI MILL SEGMENT'S EARNINGS PROFILE

BRS dual coating line (CGL2)

Capacity by output mix

Galvanize

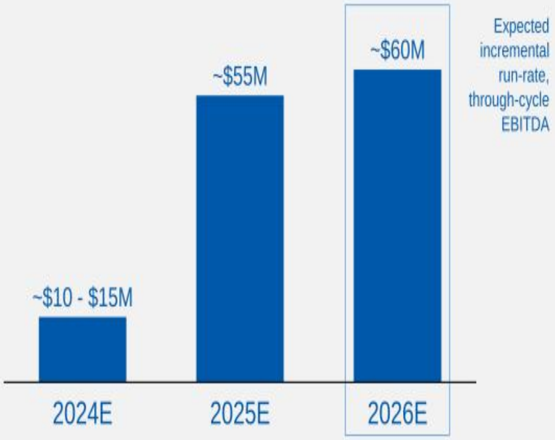
Targeting appliance and construction applications

Galvalume®

Targeting exposed building panels and other high-end applications in value-add construction

BRS dual coating line (CGL2)

Expected EBITDA contribution



Improving our product mix in strategic markets

BR2: ON-TRACK FOR SECOND HALF 2024 START-UP

BR2
ON TRACK

On track for second half 2024 start-up

CGL2
COMPLETE
☑

DR PELLET
COMPLETE
☑

NGO
COMPLETE
☑

GARY PIG
COMPLETE
☑

Note: DR = Direct Reduced; NGO = Non-grain Oriented.

BR2: PROGRESS UPDATE

Electric Arc Furnaces
steelmaking

Endless Strip Production
roughing mill

PLTCM[1]
entry section

[1] PLTCM = Pickle Line Tandem Cold Mill

> ***“Entergy is partnering with*** U. S. Steel to develop sustainable steel solutions. Our solar project in Arkansas is a game-changer for the region and for Big River Steel on its journey towards net ***zero emissions by 2050.”***

Laura Landreaux
President & CEO, Entergy Arkansas

ENTERGY ARKANSAS SOLAR PROJECT

2,100 acre site to help BR2 lower its Scope 2 emissions and provide BR2 with up to 40% of its electricity needs from a renewable source of energy

Entergy Arkansas Solar Project scheduled for start-up in September 2024.

Q1 2024 FINANCIAL PERFORMANCE: SUMMARY

First quarter performance

$171M	**Reported Net Earnings**	$0.68 per diluted share
$206M	**Adjusted Net Earnings**	$0.82 per diluted share
$414M	**Adjusted EBITDA Performance**	~10% EBITDA margin
$4.5B	**Liquidity**	Including $2.2B cash

Note: For reconciliation of non-GAAP amounts, see Appendix.

Q1 2024 FINANCIAL PERFORMANCE: EACH SEGMENT CONTRIBUTING

$414

Million | Adjusted EBITDA

Sizeable contributions from each operating segment

N. American Flat-Rolled Segment

Captured higher spot prices and benefited from higher automotive fixed priced contracts; well-balanced, diverse end-market exposure kept the order book robust in Q1 2024; optimized product mix

Mini Mill Segment

Captured higher spot prices; ramp up of the non-grain oriented (NGO) electrical steel line ongoing and improving the segment's value-add product mix; excluding the $20 million impact of construction and related start-up costs, Mini Mill adjusted EBITDA margin for Q1 2024 was 23%

U.S. Steel Europe Segment

Better-than-anticipated commercial tailwinds amidst a dynamic steel market and lower energy costs drove a positive EBITDA result

Tubular Segment

Delivered a historically-strong EBITDA performance despite a softening market environment

Note: For reconciliation of non-GAAP amounts, see Appendix.

Q2 2024 OUTLOOK: $425 TO $475 MILLION ADJUSTED EBITDA

	Commercial	Raw Materials	Operating Costs
 North American Flat-Rolled	Favorable impact expected from seasonally higher pellet sales; no material change expected in steel volumes or average selling prices	Favorable impact expected from lower coal costs	No material change expected
BIG RIVER STEEL Mini Mill	Unfavorable impact expected from lower average selling prices, partially offset by expected higher volumes	Slightly favorable impact expected from lower metallics costs, partially offset by higher zinc costs attributable to the start up of CGL2	No material change expected
 U. S. Steel Europe	Unfavorable impact expected from lower volumes and lower average selling prices	No material change expected	No material change expected
 Tubular	Unfavorable impact expected from lower average selling prices	No material change expected	No material change expected

Note: Commentary reflects the expected change versus Q1 2024.

FIRST QUARTER

2024

UPDATE

FINANCIAL UPDATES

Reported Net Earnings (Loss)

$ Millions

Adjusted Net Earnings

$ Millions

Segment EBIT[1]

$ Millions

Adjusted EBITDA[2]

$ Millions

Note: For reconciliation of non-GAAP amounts, see Appendix.

[1] Earnings (loss) before interest and income taxes.

[2] Earnings (loss) before interest, income taxes, depreciation and amortization, and excluding adjustment items.

KEY OPERATING STATISTICS TRENDS BY SEGMENT

Flat-Rolled Operating Statistics

	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Shipments: in 000s, net tons	2,278	2,235	2,159	2,034	2,049
Production: in 000s, net tons	2,393	2,529	2,390	2,087	2,111
Average Selling Price: $ / net ton	$1,012	$1,088	$1,036	$978	$1,054

Mini Mill Operating Statistics

	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Shipments: in 000s, net tons	659	587	561	617	568
Production: in 000s, net tons	759	749	693	752	717
Average Selling Price: $ / net ton	$794	$1,011	$901	$807	$977

U. S. Steel Europe (USSE) Operating Statistics

	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Shipments: in 000s, net tons	883	1,034	958	1,024	1,072
Production: in 000s, net tons	1,092	1,213	990	1,100	1,079
Average Selling Price: $ / net ton	$909	$965	$852	$770	$830

Tubular Operating Statistics

	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Shipments: in 000s, net tons	131	111	104	132	114
Production: in 000s, net tons	171	129	111	157	146
Average Selling Price: $ / net ton	$3,757	$3,493	$2,927	$2,390	$2,267

EBITDA TRENDS BY SEGMENT

Flat-Rolled Segment EBITDA

$ Millions

Mini Mill Segment EBITDA

$ Millions

USSE Segment EBITDA

$ Millions

Tubular Segment EBITDA

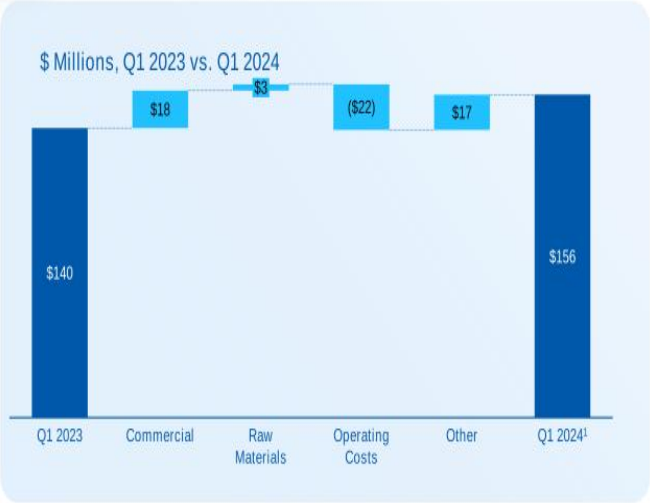
$ Millions

Note: For reconciliation of non-GAAP amounts, see Appendix.

[1] Q4 2023 North American Flat-Rolled segment includes the impact of construction and related start-up costs of approximately $10 million related to the DR-grade pellet strategic project.

[2] Mini Mill segment EBITDA includes the impact of construction and related start-up costs of $12M in Q2 2023, $17M in Q3 2023, $12M in Q4 2023, and $20M in Q1 2024.

FLAT-ROLLED SEGMENT EBITDA CHANGE ANALYSIS



Commercial

The favorable impact is primarily the result of higher average realized prices, which was partially offset by lower shipment volumes.

Raw Materials

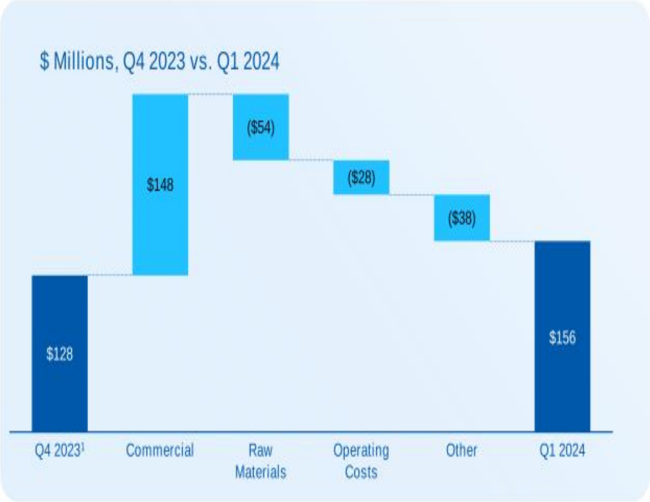
The change is not material.

Operating Costs

The unfavorable impact is primarily the result of higher labor costs under the new CBA[2].

Other

The favorable impact is primarily the result of lower energy cost, which was partially offset by higher intersegment receipts.



Commercial

The favorable impact is primarily the result of higher average realized prices, which was partially offset by lower commercial pellet sales.

Raw Materials

The unfavorable impact is primarily the result of inventory impacts.

Operating Costs

The unfavorable impact is primarily the result of the seasonal of mining-related inefficiencies.

Other

The unfavorable impact is primarily the result of higher intersegment receipts.

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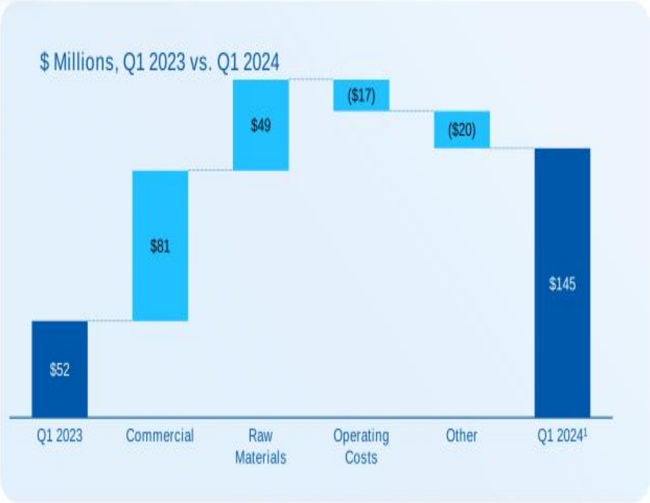
[1] Q4 2023 North American Flat-Rolled segment includes the impact of construction and related start-up costs of approximately $10 million.

[2] CBA = Collective bargaining agreements.

MINI MILL SEGMENT EBITDA CHANGE ANALYSIS

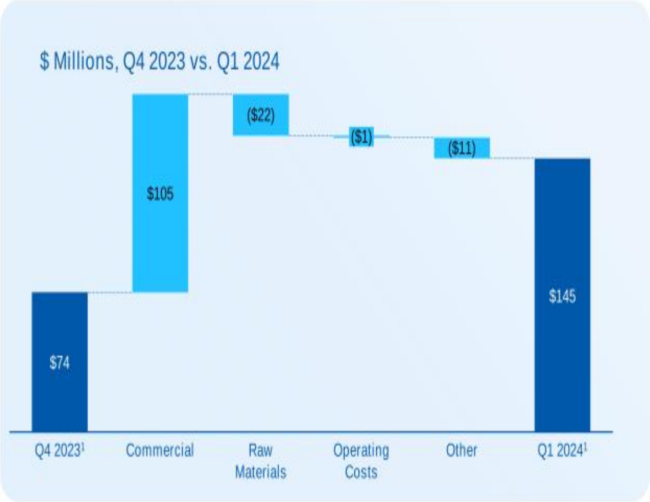


Commercial
The favorable impact is primarily the result of higher average realized prices, which was partially offset by lower shipment volumes.

Raw Materials
The favorable impact is primarily the result of lower metallics usage and lower alloy costs.

Operating Costs
The unfavorable impact is primarily the result of higher spending and labor costs.

Other
The unfavorable impact is primarily the result of higher variable compensation and startup costs related to strategic projects.



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

Raw Materials
The unfavorable impact is primarily the result of higher metallics costs.

Operating Costs
The change is not material.

Other
The unfavorable impact is primarily the result of higher variable compensation and startup costs related to strategic projects.

[1] Q1 2024 and Q4 2023 Mini Mill segment EBITDA includes the impact of $20 million and $12 million in construction and related start-up costs, respectively.

U. S. STEEL EUROPE SEGMENT EBITDA CHANGE ANALYSIS

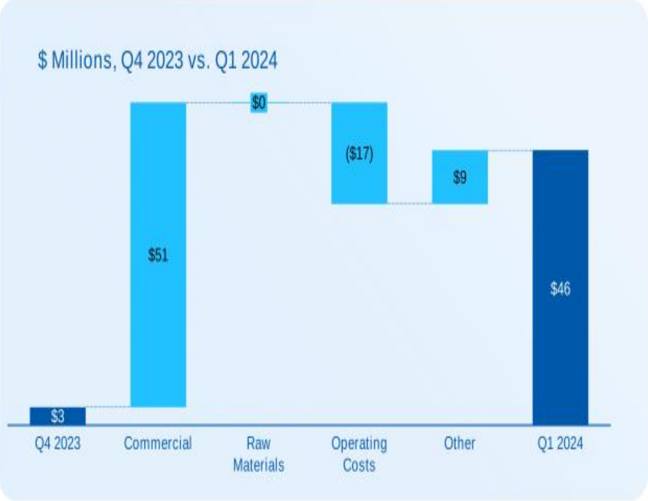

$ Millions, Q1 2023 vs. Q1 2024

Commercial
The unfavorable impact is primarily the result of lower average realized prices.

Raw Materials
The favorable impact is primarily the result of lower iron ore and coal costs and inventory impacts.

Operating Costs
The unfavorable impact is primarily the result of increased spending for planned maintenance and outages related to timing.

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


$ Millions, Q4 2023 vs. Q1 2024

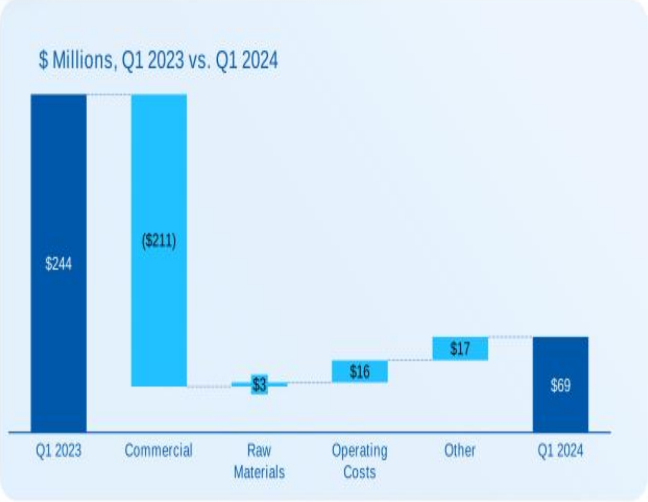
Commercial
The favorable impact is primarily the result of higher average realized prices.

Raw Materials
No change.

Operating Costs
The unfavorable impact is primarily the result of increased spending for planned maintenance and outages related to timing.

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

TUBULAR SEGMENT EBITDA CHANGE ANALYSIS

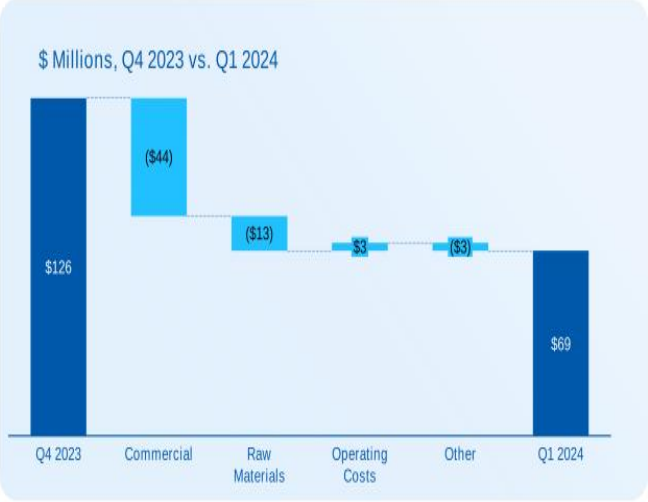


Commercial
The unfavorable impact is primarily the result of lower average realized prices.

Raw Materials
The change is not material.

Operating Costs
The favorable impact is primarily the result of fewer costs for purchased products and services.

Other
The favorable impact is primarily the result of lower United Steelworkers variable compensation.

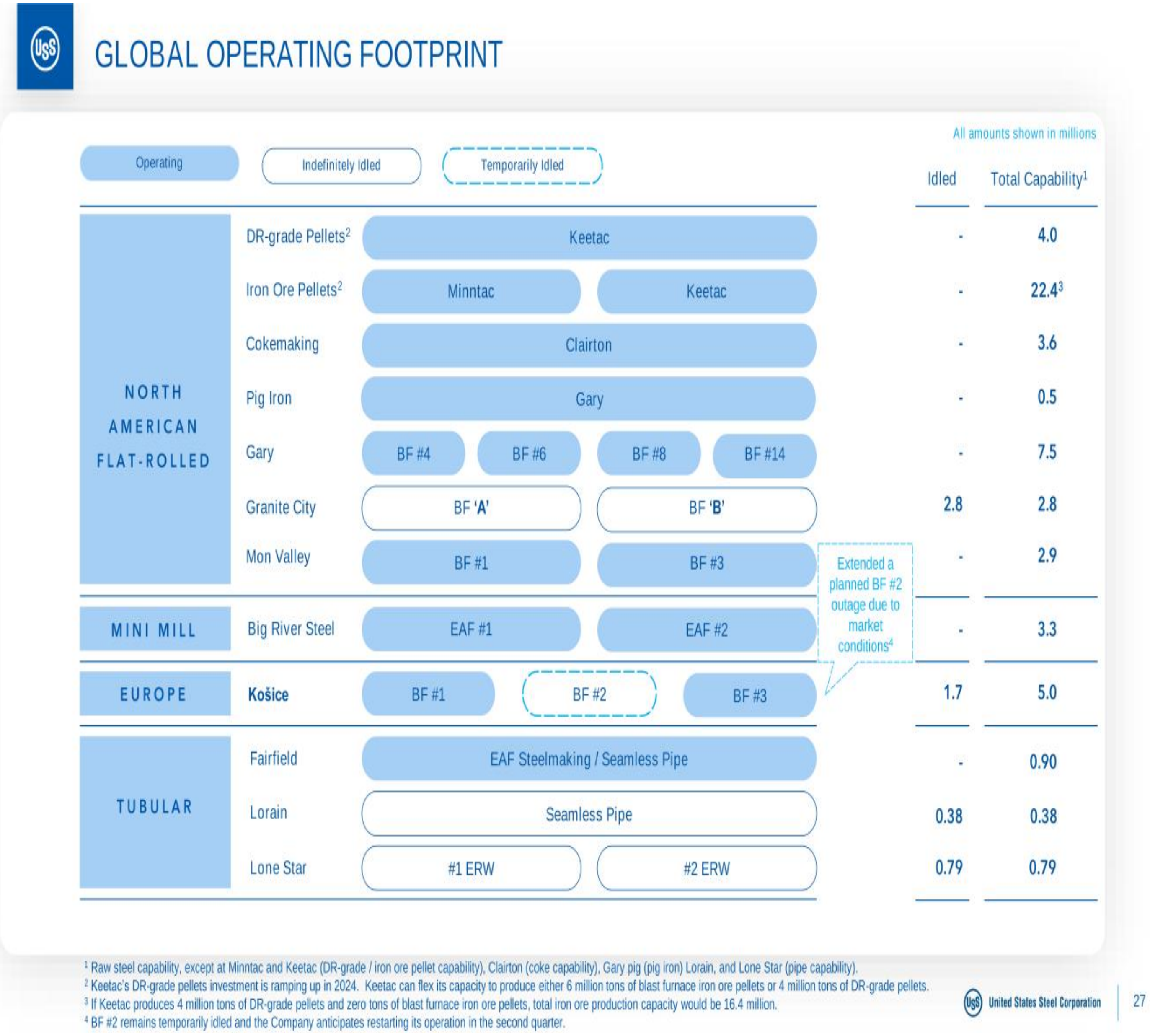


Commercial
The unfavorable impact is primarily the result of lower average realized prices and lower shipment volumes.

Raw Materials
The unfavorable impact is primarily the result of higher scrap and alloy costs.

Operating Costs
The change is not material.

Other
The change is not material.



GLOBAL OPERATING FOOTPRINT

All amounts shown in millions

			Idled	Total Capability[1]
NORTH AMERICAN FLAT-ROLLED	DR-grade Pellets[2]	Keetac	-	4.0
	Iron Ore Pellets[2]	Minntac Keetac	-	22.4[3]
	Cokemaking	Clairton	-	3.6
	Pig Iron	Gary	-	0.5
	Gary	BF #4 BF #6 BF #8 BF #14	-	7.5
	Granite City	BF **'A'** BF **'B'**	2.8	2.8
	Mon Valley	BF #1 BF #3	-	2.9
MINI MILL	Big River Steel	EAF #1 EAF #2	-	3.3
EUROPE	**Košice**	BF #1 BF #2 BF #3	1.7	5.0
TUBULAR	Fairfield	EAF Steelmaking / Seamless Pipe	-	0.90
	Lorain	Seamless Pipe	0.38	0.38
	Lone Star	#1 ERW #2 ERW	0.79	0.79

Extended a planned BF #2 outage due to market conditions[4]

[1] Raw steel capability, except at Minntac and Keetac (DR-grade / iron ore pellet capability), Clairton (coke capability), Gary pig (pig iron) Lorain, and Lone Star (pipe capability).

[2] Keetac's DR-grade pellets investment is ramping up in 2024. Keetac can flex its capacity to produce either 6 million tons of blast furnace iron ore pellets or 4 million tons of DR-grade pellets.

[3] If Keetac produces 4 million tons of DR-grade pellets and zero tons of blast furnace iron ore pellets, total iron ore production capacity would be 16.4 million.

[4] BF #2 remains temporarily idled and the Company anticipates restarting its operation in the second quarter.

CASH AND LIQUIDITY

Cash from Operations

$ Millions

Cash and Cash Equivalents

$ Millions

Total Estimated Liquidity

$ Millions

Net Debt

$ Millions

Note: For reconciliation of non-GAAP amounts, see Appendix.

[1] TTM = Trailing twelve months

APPENDIX

SUPPLEMENTAL INFORMATION

2023 Shipments by product mix

Flat-Rolled

Mini Mill[1]

U. S. Steel Europe

Tubular

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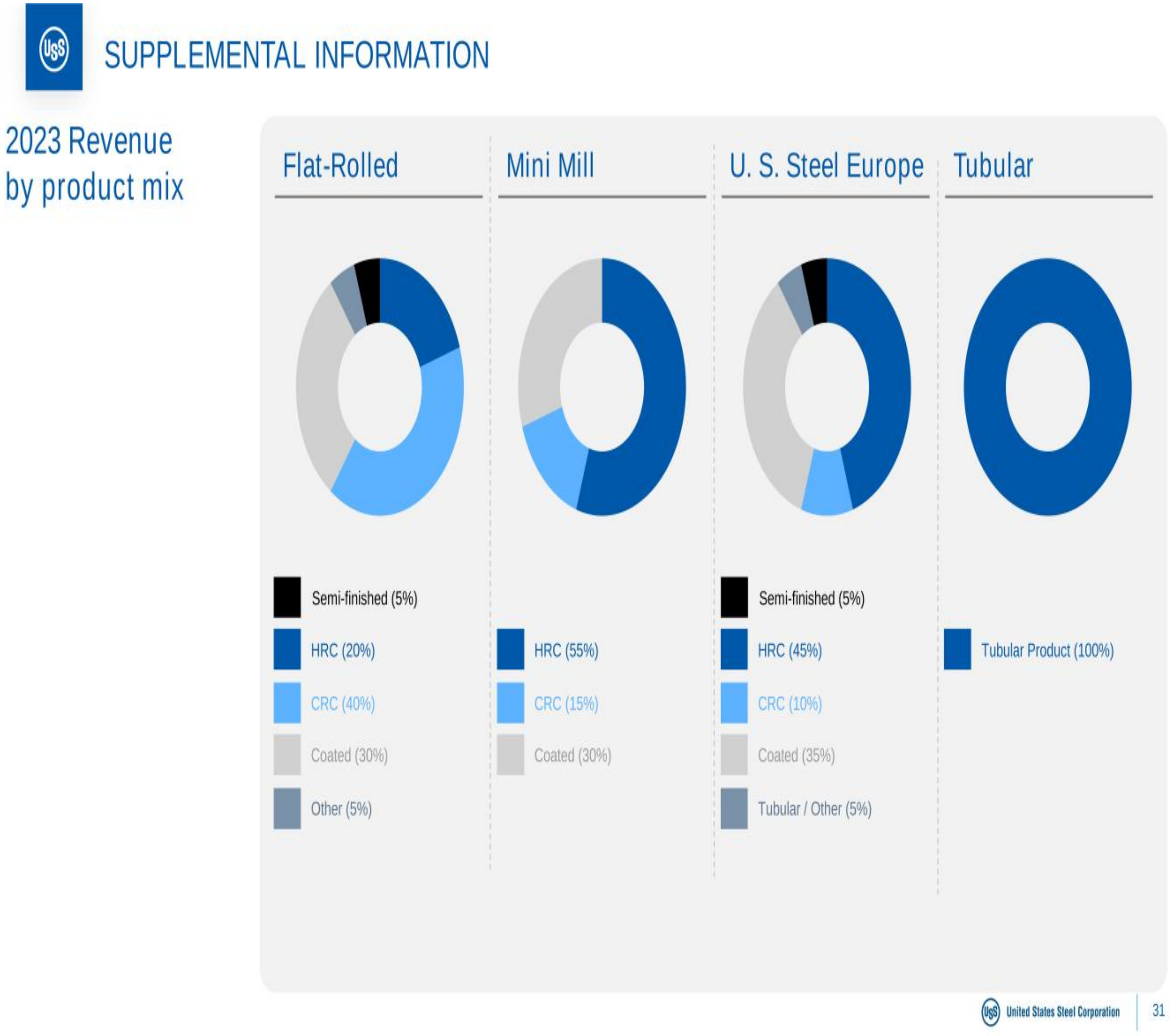
[1] Mini Mill segment product mix, once Big River 2 (BR2) is fully ramped by 2026, is expected to be ~40% hot rolled coil (HRC) / ~15% cold rolled coil (CRC) / ~40% Coated / ~5% Non-grain oriented electrical steel.



SUPPLEMENTAL INFORMATION

2023 Revenue by product mix

Flat-Rolled

- Semi-finished (5%)
- HRC (20%)
- CRC (40%)
- Coated (30%)
- Other (5%)

Mini Mill

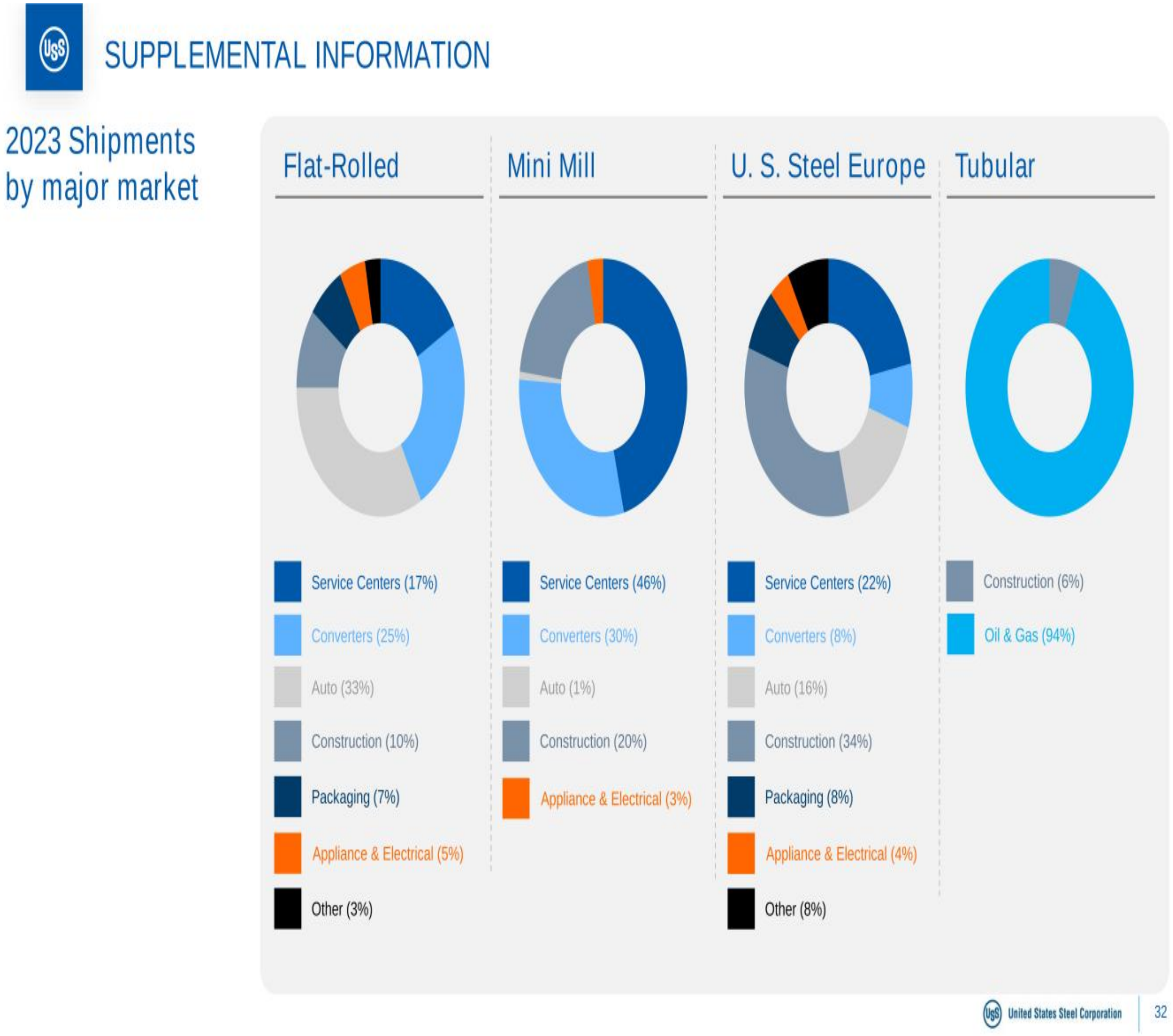
- HRC (55%)
- CRC (15%)
- Coated (30%)

U. S. Steel Europe

- Semi-finished (5%)
- HRC (45%)
- CRC (10%)
- Coated (35%)
- Tubular / Other (5%)

Tubular

- Tubular Product (100%)



SUPPLEMENTAL INFORMATION

2023 Shipments by major market

Flat-Rolled

- Service Centers (17%)
- Converters (25%)
- Auto (33%)
- Construction (10%)
- Packaging (7%)
- Appliance & Electrical (5%)
- Other (3%)

Mini Mill

- Service Centers (46%)
- Converters (30%)
- Auto (1%)
- Construction (20%)
- Appliance & Electrical (3%)

U. S. Steel Europe

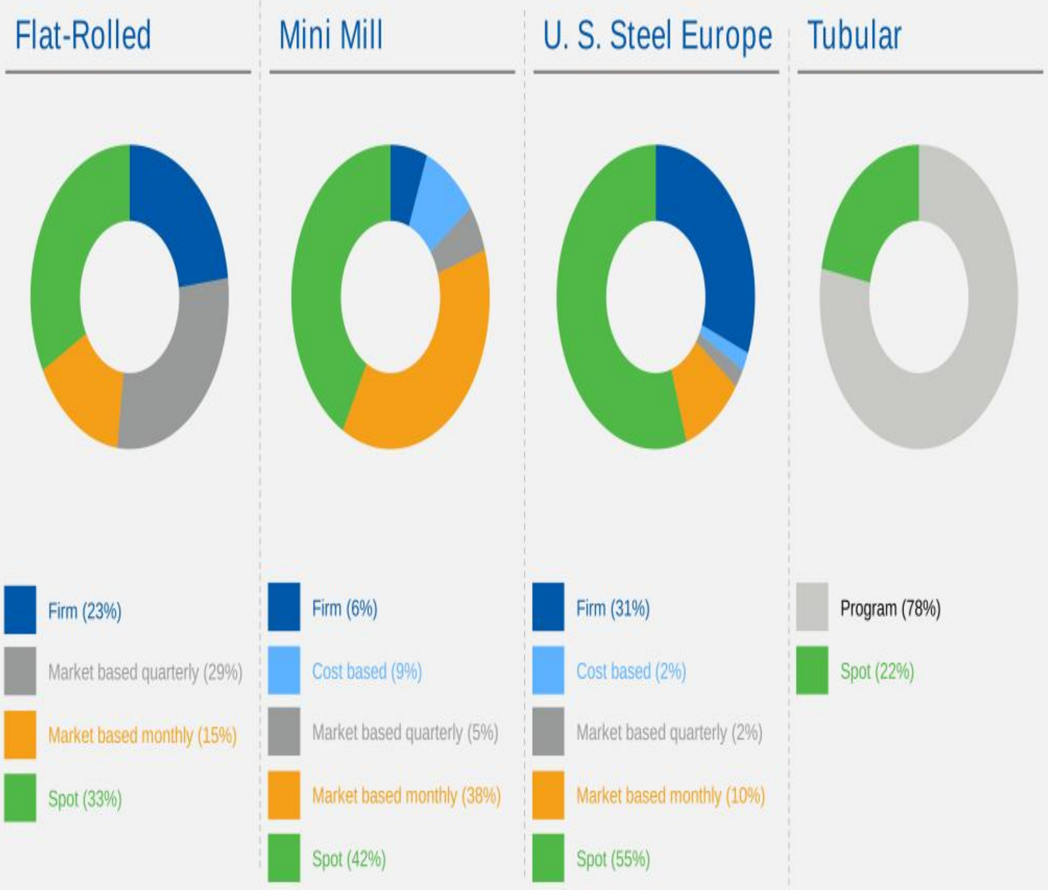
- Service Centers (22%)
- Converters (8%)
- Auto (16%)
- Construction (34%)
- Packaging (8%)
- Appliance & Electrical (4%)
- Other (8%)

Tubular

- Construction (6%)
- Oil & Gas (94%)

SUPPLEMENTAL INFORMATION

2023 Contract / spot mix by segment



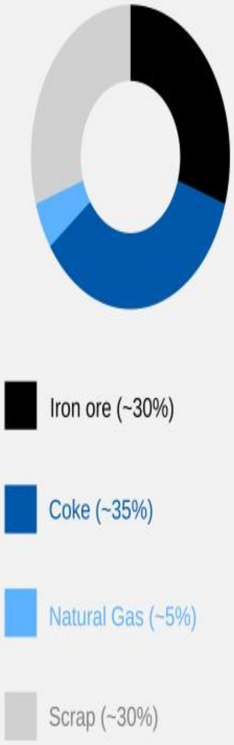
Note: Excludes intersegment shipments.

SUPPLEMENTAL INFORMATION

Cost structure: Blast furnace steelmaking

illustrative

Raw Material Costs[1]



Key Inputs	Ratio[1]	Pricing Convention
Iron Ore	1.3 tons of pellets / ton of raw steel x raw steel volume (million tons) x iron ore price assumption ($/nt)	NAFR: Vertically integrated USSE: Prices determined in long-term contracts with strategic suppliers or as spot prices negotiated monthly or quarterly
Coke	1.4 tons of met coal / ton of coke x met coal price assumption ($/nt) + $75 - $100 / ton conversion cost x 0.3 ton of coke / ton of raw steel	NAFR: Primarily annual met coal contracts USSE: Prices for European met coal contracts negotiated quarterly, annually or determined as index-based prices.
Scrap	0.3 tons of scrap / ton of raw steel x raw steel volume (million tons) x scrap price assumption ($/nt)	NAFR & USSE: 60% generated internally; 40% purchased at market prices
Natural Gas[2]	6 mmbtus of nat gas / ton of raw steel x raw steel volume (million tons) x nat gas price assumption ($/nt)	NAFR: 70% based on bids solicited monthly from various vendors; remainder daily or with term agreements USSE: Based on bids solicited primarily on a quarterly or monthly basis; remainder balanced on a daily basis
Labor	2 hours labor / ton of raw steel x raw steel volume (million tons) x hourly labor rate ($/hr)	Union-represented workforce
Other Variable Costs	Miscellaneous: includes maintenance and services, tool, other fuel and energy, and alloy costs	~$150 - $300 / ton dependent on level of raw steel pricing, product mix, and maintenance activity USSE: Includes CO_2 costs

[1] Raw material costs and ratios assume a blast furnace within the North American flat-rolled segment.

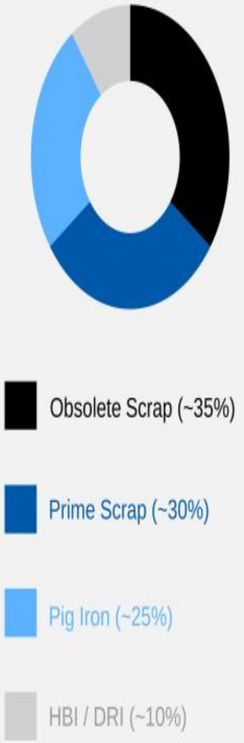
[2] 6 mmbtus per ton of raw steel production; 4 mmbtus per ton consumed for further process (primarily at the hot strip mill).

SUPPLEMENTAL INFORMATION

Cost structure: Electric arc furnace steelmaking

illustrative

Raw Material Costs



Key Inputs	Ratio	Pricing Convention
Scrap	0.8 tons of scrap / ton of raw steel x raw steel volume (million tons) x scrap price assumption ($/nt)	Volumes secured annually; priced on a monthly or quarterly basis
Pig Iron	0.3 tons of pig iron / ton of raw steel x raw steel volume (million tons) x pig iron price assumption ($/nt)	Internal pig iron transferred from the N. American Flat-rolled segment at a discounted market rate; 3rd party pig volumes secured annually; priced on a monthly or quarterly basis
HBI	0.1 tons of HBI / ton of raw steel x raw steel volume (million tons) x HBI price assumption ($/nt)	Volumes secured annually; priced on a monthly or quarterly basis based on a blended basket of external HBI production inputs and HBI/DRI substitutes
Electricity	0.6 MKWH of electricity / ton of raw steel x raw steel volume (million tons) x electricity price assumption ($/nt)	Volume-discounted negotiated base price; adjusted quarterly based on regional electricity price fluctuations
Labor	0.14 hours labor / ton of raw steel x raw steel volume (million tons) x hourly labor rate ($/hr)	Non-union workforce

RECONCILIATION TABLE

Segment EBITDA

Flat-Rolled ($ millions)	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Segment earnings (loss) before interest and income taxes	($7)	$231	$225	($31)	$34
Depreciation	147	146	153	159	122
Flat-Rolled Segment EBITDA	$140	$377	$378	$128	$156
Segment EBIT Margin[1]	(0%)	8%	8%	(1%)	1%
Segment EBITDA Margin[1]	5%	12%	13%	5%	6%

Mini Mill ($ millions)	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Segment earnings (loss) before interest and income taxes	$12	$132	$42	$29	$99
Depreciation	40	41	42	45	46
Mini Mill Segment EBITDA	$52	$173	$84	$74	$145
Segment EBIT Margin[1]	2%	17%	6%	5%	14%
Segment EBITDA Margin[1]	8%	22%	13%	12%	21%

U. S. Steel Europe ($ millions)	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Segment earnings (loss) before interest and income taxes	($34)	$72	($13)	($21)	$16
Depreciation	22	25	23	24	30
U. S. Steel Europe Segment EBITDA	($12)	$97	$10	$3	$46
Segment EBIT Margin[1]	(4%)	7%	(2%)	(3%)	2%
Segment EBITDA Margin[1]	(1%)	9%	1%	0%	5%

Tubular ($ millions)	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Segment earnings (loss) before interest and income taxes	$232	$157	$87	$113	$57
Depreciation	12	12	12	13	12
Tubular Segment EBITDA	$244	$169	$99	$126	$69
Segment EBIT Margin[1]	46%	39%	28%	34%	21%
Segment EBITDA Margin[1]	48%	42%	32%	38%	25%

Other ($ millions)	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Segment earnings (loss) before interest and income taxes	$3	($12)	$7	($1)	($2)
Depreciation	0	0	0	0	0
Other Segment EBITDA	$3	($12)	$7	($1)	($2)

[1] The segment EBIT and segment EBITDA margins represent EBIT or EBITDA divided by net sales.

SUPPLEMENTAL INFORMATION

Big River Steel LLC[1] Summary Table

Income Statement $ Millions	Q1 2024
Customer Sales	$579M
Intersegment Sales	$125M
Net Sales	$704M
EBIT[2]	$118M
Balance Sheet	
Cash and cash equivalents	$112M
Total Assets	$3,641M
2029 Senior secured notes	$720M
Environmental revenue bonds	$752M
Financial leases and all other obligations	$23M
Fair value step up[3]	$109M
Total Debt[3]	$1,604M
Cash Flow	
Depreciation and Amortization	$41M
Capital Expenditures[4]	$55M

[1] Unless otherwise noted, amounts shown are reflected in Big River Steel LLC, the operating unit of the Big River Steel companies that reside within the Mini Mill segment.

[2] Earnings before interest and income taxes.

[3] The debt amounts reflect aggregate principal amounts. The fair value step up represents the excess of fair value over book value when Big River Steel was purchased. The fair value step-up is recorded in Big River Steel Holdings LLC. The fair value step up is shown as it is related to the debt amounts in Big River Steel LLC.

[4] Excludes capital expenditures for BR2 and air separation unit.

RECONCILIATION TABLE

Net Debt

Net Debt $ millions	YE 2020	YE 2021	YE 2022	YE 2023	Q1 2024
Short-term debt and current maturities of long-term debt	$192	$28	$63	$142	$159
Long-term debt, less unamortized discount and debt issuance costs	$4,695	$3,863	$3,914	$4,080	4,082
Total Debt	$4,887	$3,891	$3,977	$4,222	$4,241
Less: Cash and cash equivalents	1,985	2,522	3,504	2,948	2,221
Net Debt	$2,902	$1,369	$473	$1,274	$2,020

RECONCILIATION TABLE

Net Earnings

$ Millions	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Reported net earnings attributable to U. S. Steel	$199	$477	$299	($80)	$171
Asset impairment charges	4	-	-	123	7
Restructuring and other charges	1	2	18	15	6
Stock-based compensation expense	11	12	14	14	11
VEBA asset surplus adjustment	(22)	(8)	(6)	(7)	(4)
Environmental remediation charges	-	2	9	-	2
Strategic alternatives review process costs	-	-	16	63	23
Granite City idling costs	-	-	14	107	1
Other charges, net	1	-	1	10	-
Tax impact of adjusted items[1]	1	(2)	(15)	(78)	(11)
Adjusted Net Earnings	**$195**	**$483**	**$350**	**$167**	**$206**
Net earnings (loss) margin[2]	4%	10%	7%	(2%)	4%
Adjusted net earnings margin[2]	4%	10%	8%	4%	5%

[1] The tax impact of the adjusted items in the first quarter of 2024 is calculated using a blended tax rate of 24%. The tax impact of adjusted items in 2023 is calculated for U.S. domestic items using a blended tax rate of 24% and for USSE items 21%.

[2] The net earnings and adjusted net earnings margins represent net earnings or adjusted net earnings divided by net sales.

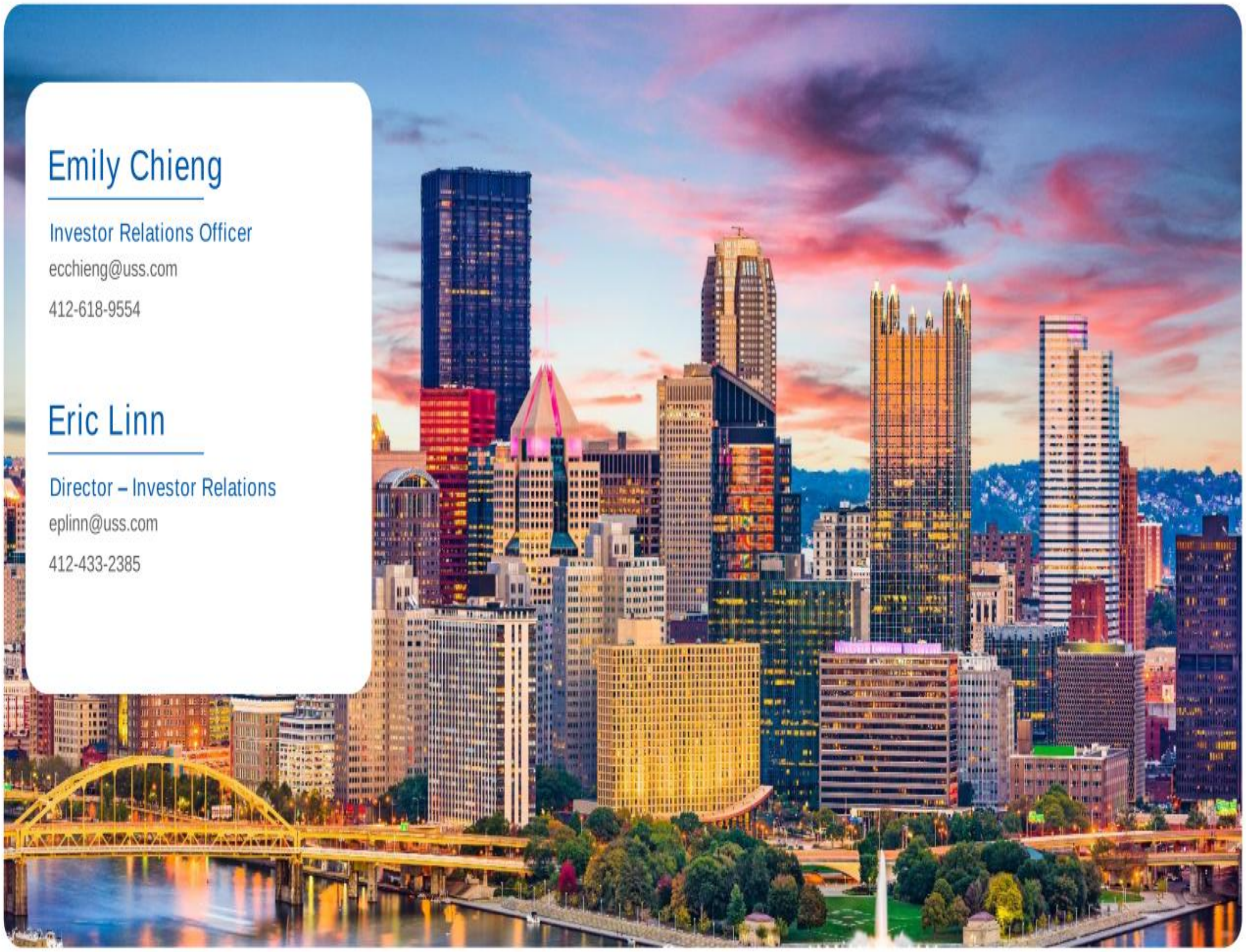
RECONCILIATION TABLE

Adjusted EBITDA

$ Millions	Q1 2023	Q2 2023	Q3 2023	Q4 2023	Q1 2024
Reported net earnings attributable to U. S. Steel	$199	$477	$299	($80)	$171
Income tax expense	51	144	42	(85)	38
Net interest and other financial costs	(61)	(57)	(64)	(66)	(55)
Reported earning before interest and income taxes	$189	$564	$277	($231)	$154
Depreciation, depletion and amortization expense	221	224	230	241	210
EBITDA	$410	$788	$507	$10	$364
Asset impairment charges	4	-	-	123	7
Restructuring and other charges	1	2	18	15	6
Losses (gains) on assets sold & previously held investments	-	-	-	-	-
Stock-based compensation expense	11	12	14	14	11
United Steelworkers labor agreement signing bonus and related costs	-	-	-	-	-
Environmental remediation charges	-	2	9	-	2
Strategic alternatives review process costs	-	-	16	63	23
Granite City idling costs	-	-	14	107	1
Other charges, net	1	-	-	(2)	-
Adjusted EBITDA	$427	$804	$578	$330	$414
Net earnings margin[1]	4%	10%	7%	(2%)	4%
Reported EBIT margin[1]	4%	11%	6%	(6%)	4%
Adjusted EBITDA margin[1]	10%	16%	13%	8%	10%

[1] The net earnings, reported EBIT and adjusted EBITDA margins represent net earnings or EBITDA divided by net sales.

INVESTOR RELATIONS



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