SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Darragh Colleen M.				2. Issuer Name and Ticker or Trading Symbol <u>UNITED STATES STEEL CORP</u> [X]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
										(Check	all applicable) Director	10% C	wner	
(Last)	(First)	(Middle)		3. Date of 02/28/20	Earliest Transactio	on (Mont	h/Day	Year)		x	Officer (give title below)	Other below)	specify	
600 GRANT STREET											VP and Controller			
SUITE 1944				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street)											Form filed by More		ng Person	
PITTSBURGH	PA	15219												
(City)	(State)	(Zip)												
		Table I - No	n-Deriv	ative S	ecurities Acq	uired,	Disp	osed of, or	Benefic	ially Ow	ned			
Date			2. Transa Date (Month/D		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (E			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
						Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)	
Common Stock			02/28	/2017		Α		1,680(1)	A	\$0.00	11,578	D		
Common Stools											4 109 4	T	By 401(k)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 3. Transaction 5. Number of 11. Nature 1. Title of 3A. Deemed 7. Title and Amount of 8. Price of 9. Number of 10. Expiration Date (Month/Day/Year) curities Underlying Derivative Conversion Date Execution Date Transaction Derivative Derivative derivative of Indirect Ownership (Month/Dav/Year) Derivative Security (Instr. Security (Instr. or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial 3) Price of (Month/Day/Year) 8) 3 and 4) (Instr. 5) Beneficially Direct (D) Acquired (A) Ownership Derivative or Disposed Owned or Indirect (Instr. 4) of (D) (Instr. 3, 4 and 5) Security Following (I) (Instr. 4) Reported Transaction(s) Amount (Instr. 4) Number Expiration Date Code v (A) (D) Exercisable . Date Title of Shares Common Stock Common \$39.27 02/28/2017 A 3,600 (2) 02/28/2027 3,600 \$0.00 3.600 D Option Stock

Explanation of Responses:

Common Stock

1. This line reflects the grant of restricted stock units (RSUs). RSUs vest ratably over three years, one-third on each of the first, second and third grant date anniversaries. RSUs are payable in stock only.

2. This line reflects the grant of stock options to purchase U. S. Steel common stock. Option grants vest ratably over three years, one-third on each of the first, second and third grant date anniversaries. Remarks:

/s/ Arden T. Phillips by power of 03/02/2017 attorney

** Signature of Reporting Person

Date

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plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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