

UNITED STATES STEEL CORP

Form 4

November 13, 2014

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Babcoke George F

2. Issuer Name **and** Ticker or Trading
Symbol
UNITED STATES STEEL CORP
[X]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
600 GRANT STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/11/2014

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Sr VP - Europe & Global Safety

PITTSBURGH, PA 15219-2800

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
United States Steel Corporation Common Stock	11/11/2014		M		10,000	A \$ 22.305	58,791 D
United States Steel Corporation Common Stock	11/11/2014		S		1,700	D \$ 35.2	57,091 D
United States Steel	11/11/2014		S		2,100	D \$ 35.21	54,991 D

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Corporation
Common
Stock

United
States Steel
Corporation
Common
Stock

11/11/2014

S

1,600

D

\$ 35.22 53,391

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

100

D

\$ 35.23 53,291

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

8,000

D

\$ 35.24 45,291

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

200

D

\$ 35.25 45,091

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

100

D

\$ 35.26 44,991

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

300

D

\$ 35.27 44,691

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

600

D

\$ 35.28 44,091

D

United
States Steel
Corporation
Common
Stock

11/11/2014

S

800

D

\$ 35.29 43,291

D

United
States Steel
Corporation

11/11/2014

S

400

D

\$ 35.3 42,891

D

Common
StockUnited
States Steel

Corporation 11/11/2014

S 100 D \$ 35.31 42,791 D

Common
StockUnited
States Steel

Corporation

Common

Stock

5,567.09 I

By
401(k)
Plan

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Common Stock ⁽¹⁾	\$ 22.305	11/11/2014		M	10,000	⁽²⁾	05/29/2022	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Babcoke George F
600 GRANT STREET
PITTSBURGH, PA 15219-2800

Sr VP - Europe & Global Safety

Signatures

/s/ Arden T. Phillips by Power of
Attorney

11/13/2014

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

(1) United States Steel Corporation Common Stock

(2) Option grant vests ratably over three years, one-third on each of the first, second and third grant date anniversaries.

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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