## Edgar Filing: CLIFFS NATURAL RESOURCES INC. - Form FWP

### CLIFFS NATURAL RESOURCES INC.

Form FWP

September 15, 2010

Filed Pursuant to Rule 433

Registration No. 333-165376

**September 15, 2010** 

#### CLIFFS NATURAL RESOURCES INC.

### **Pricing Term Sheet**

4.80% Senior Notes due 2020

6.25% Senior Notes due 2040

Issuer: Cliffs Natural Resources Inc.

Ratings: Baa3/BBB- (Moody s/S&P)

Trade Date: September 15, 2010
Settlement Date: T+3; September 20, 2010

 Title:
 2020 Note
 2040 Note

 Security Type:
 Senior Note
 Senior Note

 Principal Amount:
 US \$500,000,000
 US \$500,000,000

 Maturity:
 October 1, 2020
 October 1, 2040

 Coupon:
 4.80%
 6.25%

 Price to Public:
 99.793%
 98.255%

 Yield to Maturity:
 4.826%
 6.381%

 Spread to Benchmark Treasury:
 T+210 bps
 T+250 bps

Benchmark Treasury: 2.625% due August 15, 2020 4.375% due May 15, 2040

Benchmark Treasury Spot and Yield: 99-04 / 2.726% 108-21 / 3.881%

Interest Payment Dates: October 1 and April 1, commencing April 1, 2011 October 1 and April 1, commencing

April 1, 2011

 Make-Whole Call:
 T+35 bps
 T+40 bps

 CUSIP:
 18683KAB7
 18683KAC5

 ISIN:
 US18683KAB70
 US18683KAC53

Joint Bookrunners Banc of America Securities LLC

J.P. Morgan Securities LLC

Co-Managers: RBS Securities Inc.

Fifth Third Securities, Inc.

KeyBanc Capital Markets Inc.

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PNC Capital Markets LLC

U.S. Bancorp Investments, Inc.

\*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, Banc of America Securities LLC or J.P. Morgan Securities LLC can arrange to send you the prospectus if you request it by calling Banc of America Securities LLC at 1-800-294-1322, or calling J.P. Morgan Securities LLC collect at 1-212-834-4533.

This pricing term sheet supplements the preliminary prospectus supplement issued by Cliffs Natural Resources Inc. dated September 15, 2010.