

UNITED STATES STEEL CORP
Form 8-K
March 16, 2012

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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): March 15, 2012

United States Steel Corporation

(Exact name of registrant as specified in its charter)

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Delaware
(State or other jurisdiction
of incorporation)

1-16811
(Commission
File Number)

25-1897152
(IRS Employer
Identification No.)

600 Grant Street, Pittsburgh, PA
(Address of principal executive offices)

15219-2800
(Zip Code)

(412) 433-1121

(Registrant's telephone number, including area code)

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:

- Written communications 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 communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement

Pursuant to an Indenture dated as of May 21, 2007 (the "Indenture") between United States Steel Corporation (the "Corporation") and The Bank of New York Mellon as trustee (the "Trustee") a copy of which was filed as Exhibit 4.1 to the Corporation's Report on Form 8-K filed on May 22, 2007, the Corporation and the Trustee entered into the Fifth Supplemental Indenture dated as of March 15, 2012 (the "Supplemental Indenture"). The Supplemental Indenture provides for the issuance and sets forth the terms of the Corporation's 7.500% Senior Notes due 2022 (the "Notes"). The Supplemental Indenture also contains covenants regarding limitations on liens and sale-leasebacks and the purchase of the Notes upon a change of control and other customary provisions.

A copy of the Supplemental Indenture is filed herewith as Exhibit 4.1.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

On March 15, 2012, the Corporation consummated the issuance and sale of \$400,000,000 principal amount of the Notes pursuant to the terms of the Indenture and the Supplemental Indenture. The material terms of the Notes are set forth in the Notes and in the Indenture and the Supplemental Indenture.

A specimen copy of the Note is filed herewith as Exhibit 4.2.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

- 4.1 Fifth Supplemental Indenture dated as of March 15, 2012 to Indenture dated as of May 21, 2007
- 4.2 7.500% Specimen Senior Note due 2022.

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/ Gregory A. Zovko
Gregory A. Zovko
Vice President & Controller
Dated: March 16, 2012