



Cliffs Natural Resources Inc.



CLF NYSE

Steel

Market Capitalization USD:

\$7,471.68 mm

CONCERN LEVEL: LOW

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration. 
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: Joseph A. Carrabba

Age: 59

CEO Since: 2006

	2009	2010	2011
Base Salary	\$750,500	\$814,000	\$955,500
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$1,328,306	\$1,483,074	\$1,880,410
Benefits and Perquisites	\$82,012	\$44,677	\$50,430
TOTAL ANNUAL COMPENSATION	\$2,160,818	\$2,341,751	\$2,886,340
Increase in Post-Retirement Benefits	\$461,699	\$394,057	\$446,046
Stock Option Awards	\$0	\$0	\$0
Stock Awards	\$2,728,150	\$2,859,784	\$3,104,793
TOTAL COMPENSATION	\$5,350,667	\$5,595,592	\$6,437,179
Median of Other Named Executive Officers Total Compensation	\$1,200,755	\$2,243,099	\$3,304,263
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$6,295,989	\$5,861,378	\$10,408,773
TOTAL REALIZED EQUITY COMPENSATION	\$6,295,989	\$5,861,378	\$10,408,773

Proxy Date: 23 Mar 2012

Annual Meeting Date: 8 May 2012

Equity Reserves: 9.87%

Stock Option Run Rate: 0.00%

Cliffs Natural Resources Inc.

CLF NYSE

Steel

Market Capitalization USD: **\$7,471.68 mm**

Performance Comparison

■ S&P500 ■ Industry ■ CLF



Peer Comparisons (TRBC) = Basic Materials

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CLF	Cliffs Natural Resources Inc.	\$5,350,667	\$5,595,592	\$6,437,179	\$7,471,684,619
SMG	Scotts Miracle-Gro Company (The)	\$7,548,657	\$6,047,410	\$4,209,660	\$2,897,492,921
NUE	Nucor Corporation	\$2,884,064	\$6,770,807	\$8,130,890	\$9,999,569,006
RGLD	Royal Gold, Inc	\$991,641	\$2,475,823		\$3,507,187,052
ROC	Rockwood Holdings, Inc.	\$6,181,602	\$13,158,331		\$2,582,882,559
RYN	Rayonier Inc.	\$6,103,812	\$6,915,820		\$4,481,729,729
RS	Reliance Steel & Aluminum Co.	\$3,210,244	\$5,280,576		\$2,546,704,442

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Agrium Inc., Kinross Gold Corporation, Airgas, Inc., Martin Marietta Materials, Inc., Allegheny Technologies Incorporated, Mosaic Company (The), Alpha Natural Resources, Inc., Newmont Mining Corporation, Arch Coal, Inc., Peabody Energy Corporation, Celanese Corporation, Steel Dynamics, Inc., CF Industries Holdings, Inc., Teck Resources Limited, CONSOL Energy Inc., Vulcan Materials Company, Eastman Chemical Company, Walter Energy, Inc., FMC Corporation, Yamana Gold Inc.

Performance Peer Group

AK Steel Holding Corporation, CONSOL Energy Inc., Patriot Coal Corporation, Alcoa, Inc., Freeport-McMoRan Copper & Gold Inc., Peabody Energy Corp., Allegheny Technologies Incorporated, General Moly, Inc., Reliance Steel & Aluminum Co., Allied Nevada Gold Corp., Globe Specialty Metals, Inc., Royal Gold, Inc., Alpha Natural Resources, Inc., Haynes International Inc., RTI International Metals, Inc., Amcol International Corp., Hecla Mining Co., Schnitzer Steel Industries Inc., Arch Coal, Inc., Horsehead Holding Corp., Steel Dynamics Inc., Carpenter Technology Corp., Kaiser Aluminum Corporation, Stillwater Mining Co., Century Aluminum Co., Materion Corporation, Titanium Metals Corporation, Cloud Peak Energy Inc., Molycorp, Inc., US Gold Corp., Coeur d'Alene Mines Corporation, Newmont Mining Corporation, United States Steel Corporation, Commercial Metals Company, Noranda Aluminum Holding Corporation, Walter Energy, Inc., Compass Minerals International Inc.,

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
James F. Kirsch	Chairman	54	Male	2	Outside
Barr J. Eldridge	Member	66	Male	7	Outside
Janice K. Henry	Member	60	Female	3	Outside

This report is for informational purposes only, and should not be considered a solicitation to buy or sell any security. Thomson Reuters Business Classification (TRBC) is a global industry classification system that is owned and operated by Thomson Reuters and has been licensed for use by GMI Ratings.

COPYRIGHT 2012 | GMI Ratings | ALL RIGHTS RESERVED