

SCHEDULE 14A
(RULE 14a)
INFORMATION REQUIRED IN PROXIMITY

/s/ M. THOMAS MOORE

M. THOMAS MOORE
Chairman and Chief Executive Officer

IT IS IMPORTANT THAT YOUR SHARES BE REPRESENTED AT THE MEETING. WHETHER OR NOT YOU INTEND TO BE PRESENT, PLEASE SIGN AND DATE THE ENCLOSED PROXY CARD AND RETURN IT IN THE ENCLOSED POSTAGE-PREPAID ENVELOPE, WHICH REQUIRES NO POSTAGE IF MAILED IN THE UNITED STATES.

Cleveland-Cliffs Inc
1100 Superior Avenue * Cleveland, Ohio 44114-2589

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

March 23, 1995

Dear Shareholder:

The Annual Meeting of Shareholders of Cleveland-Cliffs Inc, an Ohio corporation ("Company"), will be held at The Forum Conference Center, located in One Cleveland Center, 1375 East Ninth Street, Cleveland, Ohio 44114 ~~Wnt~~

SAMUEL K. SCOVIL, 71, Retired. Former Chairman and Chief Executive Officer of the 1973
Company since bef...M(A

management. The Committee recommends dividend and other actions to the Board of Directors. The Committee held two meetings during 1994.

The Long Range Planning Committee consists of the full Board of Directors
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EXECUTIVE COMPENSATION

The following table sets forth all compensation provil'

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of average target bonus). In determining the 1994 bonuses for these officers, the factors described above were considered, including the Company's increased earnings, the Company's performance on numerous business objectives, and the individual performance of the officers in regard to their re

value of the Company's Common Shares, plus special distributions to shareholders, increased by \$463 million.

The total available return to continuous shareholders from share price

Under the Agreements, during the 3-year period following A tfohel

agreements.

The Company and the United Steel Workers of America ("USWA") are discussing criteria for a potential joint designee to the Board of Directors of the Company pursuant to a tentative understanding between the USWA and certain Company subsidiaries. If agreement is reached on such criteria and a designee, the Company would expect to add ga (

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