

CLIFFS NATURAL RESOURCES INC.  
Form SC 13G/A  
January 28, 2015

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G-A**

**Under the Securities Exchange Act of 1934**

**Cliffs Natural Resources, Inc.**

**(Name of Issuer)**

**COMMON STOCK, \$0.125 PAR VALUE PER SHARE**

**(Title of Class of Securities)**

**18683K101**

**(CUSIP Number)**

**December 31, 2014**

**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o Rule 13d-1(b)

ý Rule 13d-1(c)

o Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to  
\* the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.

**18683K101**

Names of Reporting Persons.

I.R.S. Identification Nos. of above  
persons (entities only).

1.

**George W. Connell**

Check the Appropriate Box if a  
Member of a Group (See  
Instructions)

2.

(a)

(b)

SEC Use Only

3.

Citizenship or Place of  
Organization:

4.

Commonwealth of Pennsylvania,  
USA

Number of Shares Sole Voting Power  
of

Shares

**12,000,000**

Beneficially Shared Voting Power

Owned  
by

**0**

Each 7. Sole Dispositive Power:

Reporting

Person

**12,000,000**

8. Shared Dispositive Power

With

**0**

Aggregate Amount Beneficially  
Owned by Each Reporting person:

9.

**12,000,000**

Check if the Aggregate Amount in  
Row (9) Excludes Certain Shares

10. (See Instructions)

Percent of Class Represented by  
Amount in Row (9)

11.

**7.83%**

Type of Reporting Person (See  
Instructions)

12.

**IN**

2

Name of Issuer :

**Item 1.** (a)

**Cliffs Natural  
Resources, Inc.**

Address of Issuer's  
Principal  
Executive Offices:

(b)

**200 Public  
Square, Suite  
3300, Cleveland  
OH 44114-2315**

Name of Person  
Filing:

**Item 2.** (a)

**George W.  
Connell**

Address of  
Principal Business  
Office or, if none,  
Residence:

(b)

**Three Radnor  
Corporate  
Center, Suite 450,  
Radnor, PA,  
19087**

Citizenship:

(c)

**Pennsylvania,  
USA**

Title of Class of  
Securities:

(d)

**Common Stock,  
\$0.125 Par Value  
Per Share**

CUSIP Number:

(e)

**18683K101**

**Item 3.**

Ownership.

**Item 4.** Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Amount  
beneficially  
(a) owned: **12,000,000**

Percent of class:  
(b) **7.83%**

Number of shares  
as to which the  
person has:  
(c) Sole power  
to vote or to  
direct the  
(i) vote  
**12,000,000**

Shared  
power to  
vote or to  
(ii) direct the  
vote **0**

(iii) Sole power  
to dispose  
or to direct  
the  
disposition  
of  
**12,000,000**

- (iv) Shared power to dispose or to direct the disposition of **0**

Ownership of Five Percent or Less of a Class

**Item 5.** If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following o

Ownership of More than Five Percent on Behalf of Another Person

**Item 6.**

N/A

Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

**Item 7.**

N/A

**Item 8.** Identification and Classification of Members of the Group

N/A

Notice of Dissolution of  
Group

**Item 9.**

N/A

Certification

**Item 10.**

**By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose or with the effect of changing or influencing the control of the issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.**

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 27, 2015

GEORGE W. CONNELL

By: /s/ George W. Connell  
George W. Connell