
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
Under
THE SECURITIES ACT OF 1933

United States Steel Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

25-1897152
(I.R.S. Employer
Identification No.)

600 Grant Street
Pittsburgh, Pennsylvania
(Address of Principal Executive Offices)

15219-2800
(Zip code)

United States Steel Corporation Savings Fund Plan for Salaried Employees
(Full title of the plan)

Duane D. Holloway
Senior Vice President, General Counsel and Chief Ethics & Compliance Officer
600 Grant Street
Pittsburgh, Pennsylvania 15219-2800
(412) 433-1121
(Name, address and telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
		Emerging growth company	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

PART I

INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

As permitted by the rules of the Securities and Exchange Commission (the "SEC"), this registration statement omits the information specified in Part I of Form S-8. The documents containing the information specified in Part I will be delivered to the participants in the United States Steel Corporation Savings Fund for Salaried Employees as required by Rule 428(b)(1) under the Securities Act of 1933, as amended (the "Securities Act"). Such documents are not being filed with the SEC as part of this registration statement or as a prospectus or prospectus supplement pursuant to Rule 424. These documents and the documents incorporated by reference into this registration statement pursuant to Item 3 of Part II hereof, taken together, constitute a prospectus that meets the requirements of Section 10(a) of the Securities Act.

PART Iaw

Item 6. Indemnification of Directors and Officers.

In accordance with Section 102(b)(7) of the Delaware General Corporation Law (the "DGCL"), the registrant's Amended and Restated Certificate of Incorporation limits personal liability of the registrant's directors to the registrant or the registrant's stockholders for monetary damages for any breach of fiduciary duty as a director, except (i) for breach of the director's duty of loyalty to the registrant and the registrant's stockholders, (ii) for acts and omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL or (iv) for any transaction from which the director derived an improper personal benefit.

Article V of the registrant's Amended and Restated By-Laws provides that the Company shall indemnify to the fullest extent permitted by law any person who is made or is threatened to be made a party or is involved in any action, suit, or proceeding whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, officer, employee or agent of the registrant or is or was serving at the request of the Corporation as an officer, director, employee or agent of another corporation, partnership, joint venture, trust, enterprise, or nonprofit entity.

The registrant is empowered by Section 145 of the DGCL, subject to the procedures and limitations stated therein, to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the registrant) by reason of the fact that such person is or was an officer, employee, agent or director of the registrant, or is or was serving at the request of the registrant as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if he acted in good faith and

(iii) To in

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Pittsburgh, Commonwealth of Pennsylvania, on April 28, 2023.

UNITED STATES STEEL CORPORATION

/s/ Manpreet S. Grewal

By: Manpreet S. Grewal
Vice President, Controller & Chief Accounting Officer

Each person whose signature appears below constitutes and appoints David B. Burritt, Manpreet S. Grewal and Duane D. Holloway, and each of them, his or her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign any and all amendments, including post-effective amendments, to this registration statement and any and all related registration statements necessary to register additional securities, and to file the same, with all exhibits thereto and other documents in connection therewith, with the SEC, granting unto such attorneys in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that each such attorneys-in-fact and agents, or any of them or their or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons (including a majority of the board of directors of the registrant) in the capacities and on the dates indicated below.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ David B. Burritt</u> David B. Burritt	President & Chief Executive Officer (Principal Executive Officer) & Director	April 28, 2023
<u>/s/ Jessica T. Graziano</u> Jessica T. Graziano	Senior Vice President & Chief Financial Officer (Principal Financial Officer)	April 28, 2023
<u>/s/ Manpreet S. Grewal</u> Manpreet S. Grewal	Controller (Principal Accounting Officer)	April 28, 2023
<u>/s/ David S. Sutherland</u> David S. Sutherland	Board Chair	April 28, 2023
<u>/s/ Tracy A. Atkinson</u> Tracy A. Atkinson	Director	April 28, 2023
<u>/s/ Andrea J. Ayers</u> Andrea J. Ayers	Director	April 28, 2023

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Alicia J. Davis</u> Alicia J. Davis	Director	April 28, 2023
<u>/s/ Terry L. Dunlap</u> Terry L. Dunlap	Director	April 28, 2023
<u>/s/ John J. Engel</u> John J. Engel	Director	April 28, 2023
<u>/s/ John V. Faraci</u> John V. Faraci	Director	April 28, 2023
<u>/s/ Murry S. Gerber</u> Murry S. Gerber	Director	April 28, 2023
<u>/s/ Jeh C. Johnson</u> Jeh C. Johnson	Director	April 28, 2023
<u>/s/ Paul A. Mascarenas</u> Paul A. Mascarenas	Director	April 28, 2023
<u>/s/ Michael H. McGarry</u> Michael H. McGarry	Director	April 28, 2023
<u>/s/ Patricia A. Tracey</u> Patricia A. Tracey	Director	April 28, 2023

Pursuant to the requirements of the Securities Act of 1933, the trustees (or w



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