September 14, 2015

Mr. Terence O'Brien
Accounting Branch Chief
Division of Corporation Finance
United States Securities and Exchange Commission
100 F St., NE
Mail Stop 4631
Washington, DC 20549-7010

Re: United States Steel

Corporation

Form 10-K for the Fiscal Year Ended December 31, 2014, filed February 24, 2015

File No. 001-16811

Dear Mr. O'Brien:

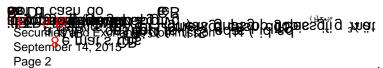
United States Steel Corporation ("U. S. Steel", "we", "us" or the "Company") hereby submits responses to the comments of the staff (the "Staff") of the Securities and Exchange Commission (the "Commission") regarding the above-referenced filing (the "Form 10-K"), as set forth in your letter dated August 31, 2015 (the "Comment Letter").

In responding to the comments contained in the Comment Letter, we acknowledge that:

- We are responsible for the adequacy and accuracy of the disclosure in our filings with the Commission;
- 2. Staff comments or changes to disclosure in response to Staff comments do not foreclose the Commission from taking any action with respect to our filings; and
- 3. We may not assert Staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States of America.

Our responses to the Comment Letter are set forth in the numbered paragraphs below and correspond to the numbered comments in the letter, with your comments presented in bold italics and quotation marks.

Especially of the commercially sensitive nature of certain information contained herein, this submission is accompanied by a request for confidential treatment for selected portions of this letter, marked by the symbol [\*\*\*]. The Company is requesting confidential treatment for selected p bunission by the symbol bunission bunission is accompanied by a request for confidential treatment for selected p bunission bunission bunission is accompanied by a request for confidential treatment for selected p bunission is accompanied by a request for confidential treatment for selected p bunission bunission is accompanied by a request for confidential treatment for selected p bunission is accompanied by a request for confidential treatment for selected portions of this letter, marked by the symbol [\*\*\*]. The Company is requesting confidential treatment for selected p bunission bunis b



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correspondence, and for which the Company is requesting confidential treatment.

## SEC Comment #1

Form 10-K for the year ended December 31, 2014

4. Deconsolidation of U.S. Steel Canada and other charges, page F-17

"We have read your response to comment 4 in our letter dated July 16, 2015. Please explain to us how you reasonably determined that the fair value of the USSC assets substantially exceeded carrying value at September 16, 2014, so that there would be enough cash available for you to recover the \$434 million. In this regard, please discuss the material assets that you concluded had fair values greater than carrying values at the CCAA filing date and provide us an analysis of the BESC asset with the largest excess of deemed fair value over carrying value along with your calculations and assumptions that support that conclusion. Tell us what specifically happened in the three months ended June 30, 2015 that indicated that your prior fair value estimates were not accurate."

## Response:

We did not determine that the fair value of U. S. Steel Canada Inc.'s (USSC) assets exceeded the carrying value at September 16, 2014. The estimation of the fair value of USSC's assets was the initial step in the process of assessing the collectability of our secured and unsecured claims. As noted in our response to the Commission dated August 13, 2015, we employed the use of a third party valuation specialist to estimate fair value. The fair value assessment of USSC's assets was done for the purpose of estimating a cash recovery amount of the assets, not to assess USSC's assets for impairment under Accounting Standards Codification (ASC) Topic 360, *Propertyd & ex* 

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The amount and timing of future cash flows within the DCF analysis and the liquidation basis were based on the following inputs within the fair value framework prescribed by ASC Topic 820, Fair Value Measurements, as disclosed in the table below.

Level 2 Other Observable Inputs	Level 3 Other Unobservable Inputs		
Market Participant Weighted Average Cost of Capital (1)	Recent Operating Budgets		
Perpetual Growth Rate (2)	Long Range Strategic Plans (five years)		
Market Comparables	Estimated Shipments (3)		
Replacement Cost	Projected Raw Material Costs <sup>(3)</sup>		
	Projected Margins (3)		
	Recoverability Measures		

<sup>(1)</sup> Ranged from 15.54% - 18.31%

The combined fair values of these assets (see detail in the following table) were assumed to be cash proceeds that wou Ottssiong

<sup>(2)</sup> Set at approximately 2%

<sup>(3)</sup> As projected in the five-year strategic plan

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award per case was immaterial to U. S. Steel's consolidated financial statements and its results of operations in each period.

Please contact me (412-433-5394), or, in my absence, Kim Fast, Assistant Corporate Controller (412-433-5572) with any questions. With respect to any legal issues, please contact Arden Phillips, Corporate Secretary & Associate General Counsel (412-433-2890) directly.

Sincerely,

/s/ Colleen M. Darragh

Colleen M. Darragh Vice President and Controller

cc: David Burritt Kim ttsyttsyttsyt'