

UNITED STATES STEEL CORP

Form 4

June 01, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHULTZ LARRY G

2. Issuer Name **and** Ticker or Trading
Symbol
UNITED STATES STEEL CORP
[X]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
600 GRANT STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/30/2006

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
VP and Controller

PITTSBURGH, PA 15219-2800

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
United States Steel Corporation Common Stock ⁽¹⁾	05/30/2006	05/30/2006	A	1,700	A \$ 65.4	18,570.886	D
United States Steel Corporation Common Stock	05/30/2006	05/30/2006	F	447	D \$ 65.4	18,123.886	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Award	(2)	05/30/2006	05/30/2006	A		2,000		(3)	05/30/2009	Common Stock	2,000
Stock Option	\$ 65.4	05/30/2006	05/30/2006	A		3,800		(4)	05/30/2016	Common Stock	3,800

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SCHULTZ LARRY G
600 GRANT STREET
PITTSBURGH, PA 15219-2800

VP and Controller

Signatures

B. E. Lammel by Power of Attorney

06/01/2006

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Restricted stock grant vests ratably over three years, one-third on each of the first, second and third grant date anniversaries.

(2) 0 or from 50% to 200% depending upon the performance of U. S. Steel's common stock vs. that of a peer group.

(3) Performance award vests depending upon the performance of U. S. Steel's common stock vs. that of a peer group over a three-year period.

(4) Option grant vests ratably over three years, one-third on each of the first, second and third grant date anniversaries.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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