



ArcelorMittal

2012 ArcelorMittal USA Fact Book



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The 2012 ArcelorMittal USA Fact Book was developed by ArcelorMittal USA to serve as a resource to all stakeholders. Published annually, the fact book will provide background material on the domestic steel industry as a whole and ArcelorMittal USA, including the opportunities and challenges facing the industry and business, while highlighting key statistics about the industry and company.

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The information included in the 2012 Fact Book is accurate to the best of our current knowledge as reported to the individuals responsible for compiling the material.

I. Executive summary

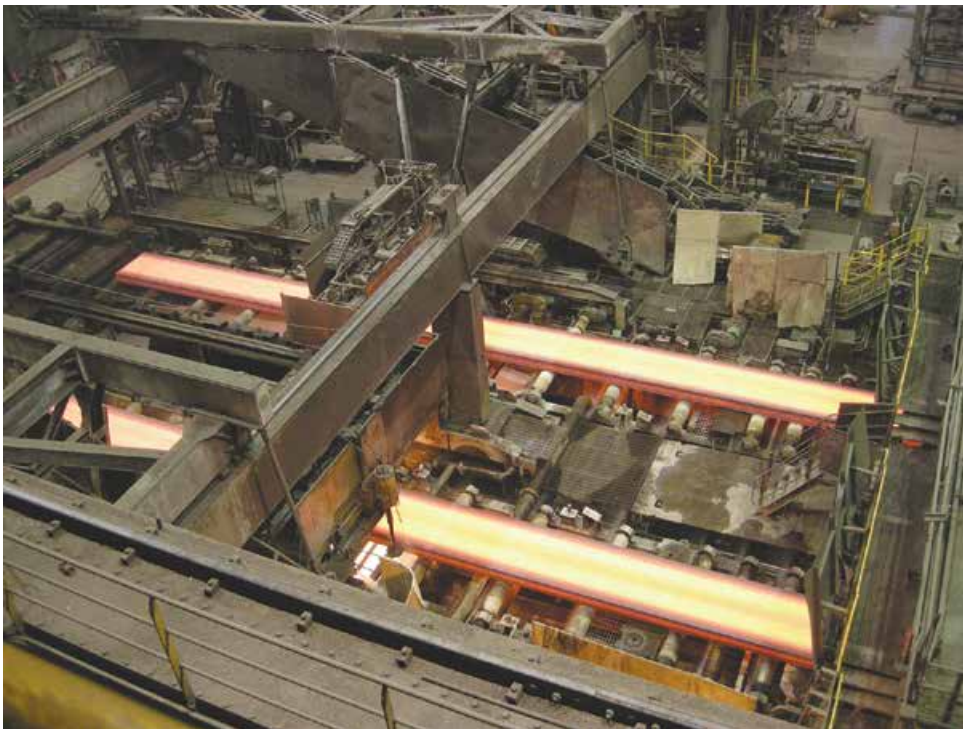
The 2012 ArcelorMittal USA Fact Book provides an in-depth look at the U.S. steel industry and the challenges and opportunities facing our business, the industry, employees and other stakeholders. It is updated annually and serves as a resource for all stakeholders.

Steel is used everywhere, from the cars we drive, to the buildings we work in, to the armored vehicles that protect our soldiers overseas, truly making steel the “fabric of modern life” as we say at ArcelorMittal.

The American steel industry is playing a significant role in leading manufacturing’s post-recession resurgence. Steel is the most prevalent material in the economy, and the steel industry purchases a wide variety of energy, materials and services from other industries that create a favorable ripple effect, magnifying the positive impact the steel industry has on our manufacturing landscape.

According to the American Iron and Steel Institute (AISI) every job in the U.S. steel industry supports seven jobs in the nation’s economy. The steel industry directly employs 153,700 people in the United States, directly or indirectly supporting more than one million U.S. jobs. Last year the steel industry produced shipments valued at \$75 billion.

ArcelorMittal USA is one of the largest steelmakers in North America, employing more than 18,000 hardworking men and women at 26 operations across the United States making a broad range of flat, long and tubular products serving the automotive, construction, pipe and tube, appliance, container and machinery markets.



II. Overview of US steel industry

Key facts

Source: American Iron and Steel Institute (AISI)

Steel is an essential part of the quality of life that Americans enjoy. It's in the cars we drive and the buildings where we live and work. It's in the appliances, tools and equipment we use daily. Steel supports the modern world in more ways than we realize.

Steel also plays a critical role in shaping the future of our country – through innovation and technology, economic security and stability, national security and the well-being of the middle class that underpins our economic strength.

The following facts about our industry further illustrate the importance of this high tech, innovative and globally competitive industry:

Steel is an economic driver:

- The U.S. steel industry operates more than 100 steelmaking and production facilities, producing 96 million tons in steel shipments valued at \$75 billion.
- The industry directly employs 153,700 people in the United States, and it directly or indirectly supports more than 1.1 million domestic jobs.
- Labor productivity for the U.S. steel industry has improved five-fold since the early 1980s, when the average steel mill produced one ton of steel for 10.1 worker hours. The 2011 average is 2.1 worker hours per ton, still well off the world-class benchmark of one worker hour per ton.
- Productivity of U.S. steel producers has improved an average of 5.7 percent per year, surpassing the 3.9 percent growth in U.S. manufacturing labor productivity over the same period.

Steel is critical to different markets:

- Because of steel's broad range of applications – including renewable energy infrastructure, machinery and equipment, defense, transportation and infrastructure – the industry is vital to our nation's economic and national security.

- Steel is the main material used in delivering renewable energy – solar, tidal and wind.
- Advanced steel solutions provide the lightness and strength automakers need to create sustainable mobility solutions that minimize emissions across the entire life cycle of the vehicle and ensure the safety of the user, all at a lower cost than competing materials.
- In construction, steel is the material of choice because of its superior performance, affordability and environmentally friendly profile.

Steel is sustainable:

- Steel is the most recycled material in the world – more than aluminum, copper, paper, glass and plastic combined. In North America alone, more than 80 million tons of steel are recycled or exported for recycling each year.
- Today, 97 percent of steel byproducts can be reused and the overall recycling rate of steel is 92 percent, far surpassing other materials.
- Through new steelmaking technologies and employee innovation, the U.S. steel industry reduced energy intensity by 27 percent and CO₂ emissions by 33 percent per ton of steel shipped since 1990.
- Steel is the only material that reduces greenhouse gas emissions in all phases of an automobile's life: manufacturing, driving and end-of-life.

Steel is an industry leader:

- According to the U.S. EPA's Sector Performance Report, the domestic steel sector is recognized as having the steepest decline of total air emissions among nine manufacturing sectors studied.
- The North American steel industry is committed to the highest safety and health standards. Since 2005, U.S. steel producers have achieved a reduction of 50 percent in both the total OSHA recordable injury and illness and lost workday case rates, while reaching record levels of productivity.



History

The long decline (1975–2000)

- Flat U.S. and global demand due to end of postwar, European boom; slow growth in third world countries and post-89 collapse in the Commonwealth of Independent States (CIS)
- New entrants and steady growth in North American Free Trade Agreement (NAFTA) mini-mill sector
- Excess staffing and high fixed costs
- Value destruction and weakening balance sheets for NAFTA integrated producers

The bankruptcy crisis (2001–2002)

- Businesses being managed for cash in weak markets – inadequate or inappropriate maintenance and investment
- Cascading bankruptcies (13 of 17 NAFTA integrated flat-rolled producers)

Restructuring and recovery (2003–2004)

- Emergence of new players with different business model and union relationships
- Shedding of legacy costs and strengthening of balance sheets
- Globalization
- Significant turnover in leadership and management
- China boom and surge in commodity markets
- Strong profit recovery in 2004

Stabilization (2005–2007)

- Recurrent challenges of inventory-driven booms and busts, but adjustments are made relatively quickly
- Improved financial returns for NAFTA steel producers

Global financial crisis (2008–2011)

- After a strong first half in 2008, the global financial crisis hit in late 3Q placing significant strain on the steel industry. Industry capacity utilization rates fell to record lows, hitting 33.5 percent in the last week of 2008.
- Record low production levels resulted in significant layoffs by integrated steel producers in 2009
- While 2010 gave way to a slow and progressive recovery, capacity utilization continued to hover around 70 percent
- In 2011, the industry continued to see measured improvement, with capacity utilization around 75 percent. The restructuring of the industry that took place between 2003 and 2004 better positioned the industry to sustain the crisis.

Slow and cautious recovery (2012 – present)

- Most major markets saw demand increase in 2012, with a notable eight percent increase in the U.S. and the broader NAFTA market supported by strength in the manufacturing sector – specifically autos, energy and heavy equipment.
- While there has been improvement in many U.S. key markets served, downside risk and cost pressures still exist. Industry capacity utilization is hovering around 78 percent and has not returned to pre-recession levels, primarily due to weakness in construction.
- In 2013, the steel sector expects to see gradual progress in comparison to 2012, with the market experiencing improvement in steel demand.

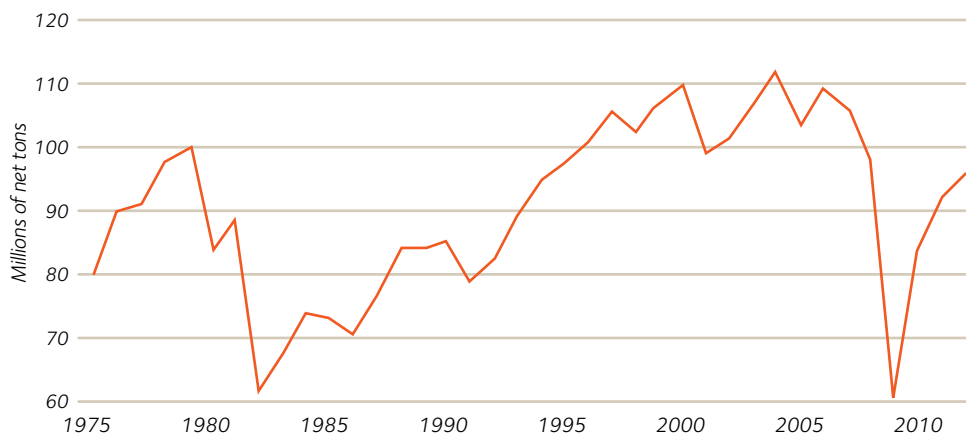


III. US steel industry statistics

US domestic steel shipments: 1975-2012

Source: AISI

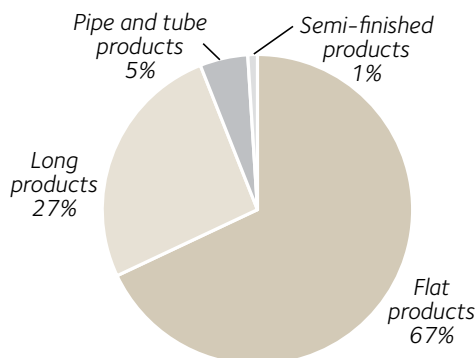
U.S. steel producers shipped 96 million tons in 2012, an increase of four percent compared to 2011. Although 2012 shipments were 59 percent higher than 2009, shipments were still nine percent lower than the pre-crisis average of 106 million tons for 2000-2007.



2012 US steel shipments by product

Source: AISI

In 2012, flat rolled products accounted for 67 percent of U.S. steel industry shipments, followed by long (27 percent), pipe and tube (five percent), and semi-finished products (one percent).

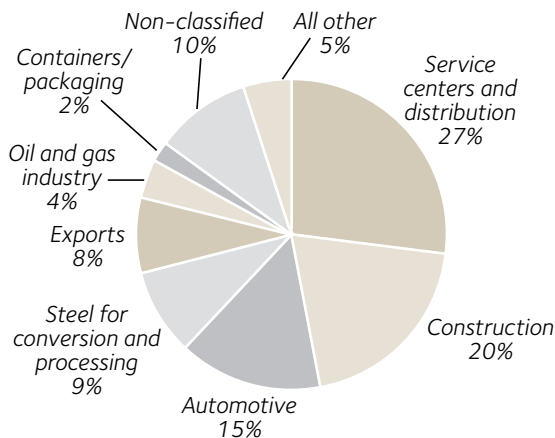


2012 US steel shipments by market

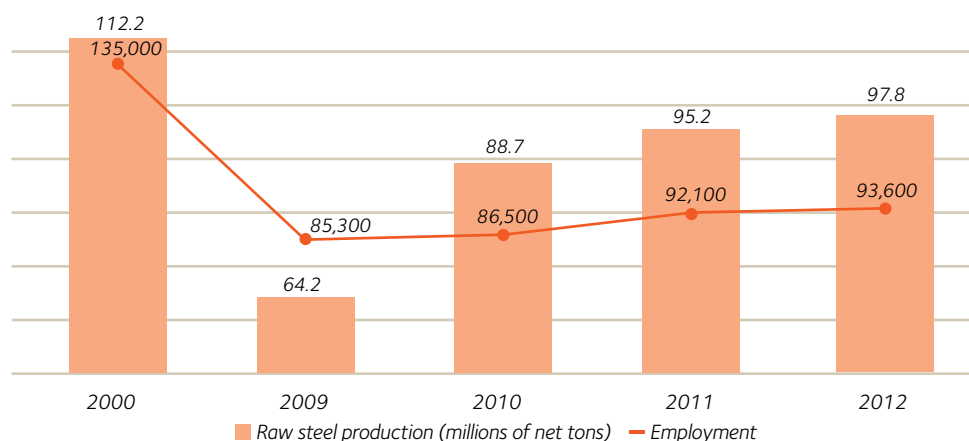
Source: AISI

In 2012, the three largest markets for domestic steel shipments were service centers/distribution (27 percent), construction (20 percent), and automotive (15 percent).

Construction has historically been a large market for steel, but is only in the very early stages of recovery.



Steelmaking processes have transformed at a rapid pace, reflecting the industry's improvement in operating practices and investment in state-of-the-art equipment to increase productivity. Employment by U.S. steel mills has declined from approximately 135,000 in 2000 to less than 94,000 today due to a consolidated and more efficient industry and automated processing. In 2000, one employee accounted for 831 tons of raw steel production. In 2012, one employee accounted for 1,045 tons of raw steel production, an increase of 26 percent.

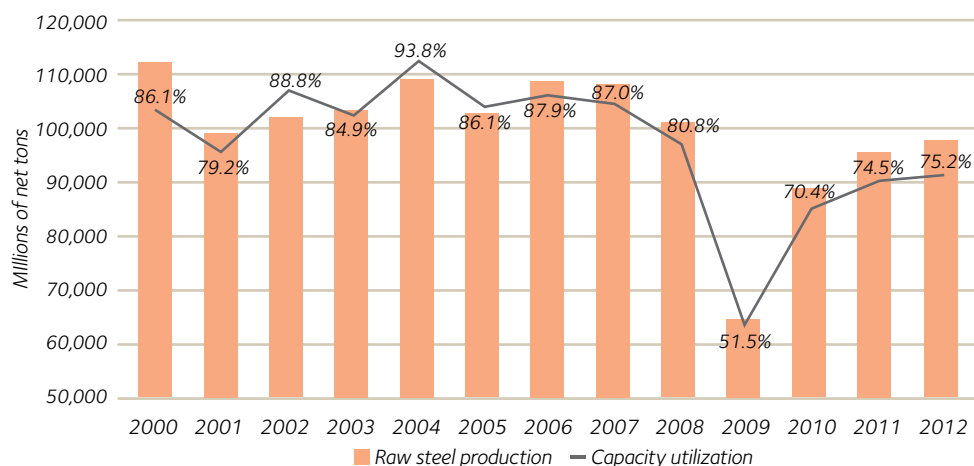


US steel production vs. employment: 2000-2012

Sources: AISI, Bureau of Labor Statistics
(Employment = NAICS 3311)



The Great Recession of 2008-2009 resulted in production and capacity utilization far below pre-crisis levels. Capacity utilization dropped to just 51 percent in 2009 and has only recovered to 75 percent in 2012. In the six years prior to 2008, capacity utilization levels averaged 89 percent. The industry last operated consecutively at capacity utilization levels below 80 percent between 1980 and 1987, with an average of 67 percent. The industry was in a severe recession caused by a number of factors including increased imports into the U.S. due to overcapacity in global steel markets and new capacity from mini-mills. A wave of bankruptcies and industry consolidation which followed the 2001 recession better positioned the industry for surviving future economic uncertainty including the 2008 financial crisis ; however, global overcapacity remains an issue for the industry.



US raw steel production and capacity utilization: 2000-2012

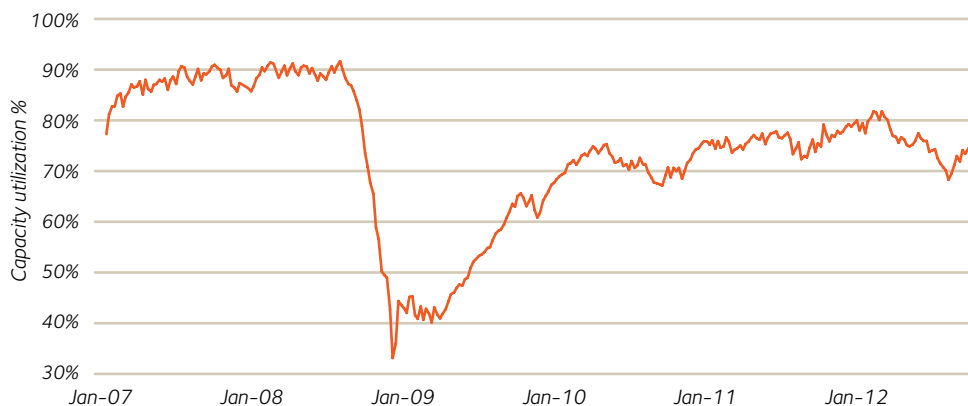
Source: AISI

III. US steel industry statistics (continued)

US weekly raw steel production capacity utilization: 2007-2012

Source: AISI

During the last week of 2008, capacity utilization dipped as low as 33.5 percent. While production levels have significantly improved, utilization rates only averaged in the mid-70s in 2012, compared to levels near 90 percent before the recession.

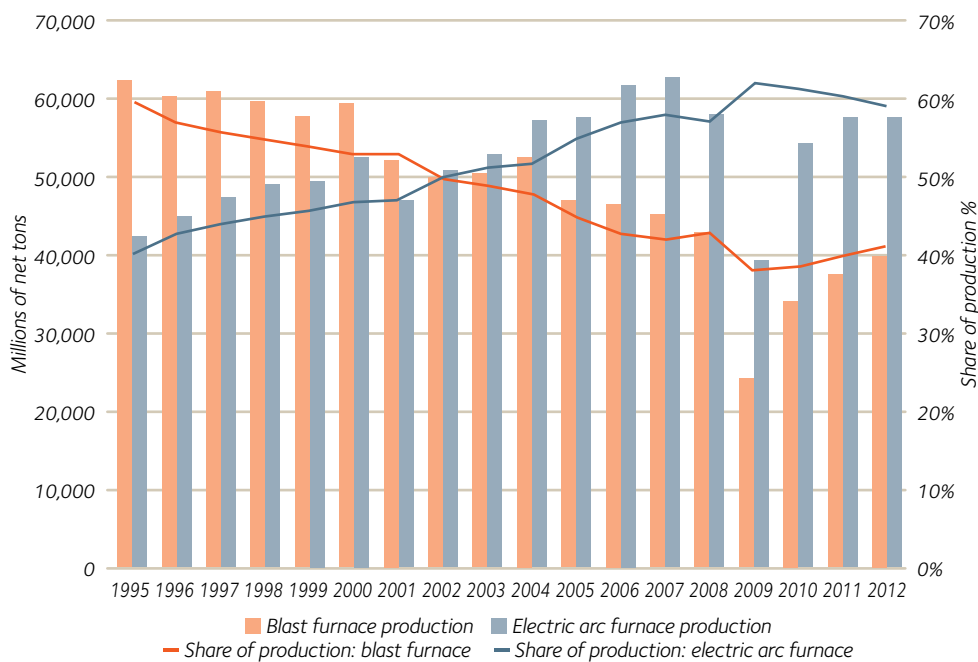


US raw steel production – integrated vs. mini-mill: 1995-2012

Source: AISI

Since 1995, integrated steelmakers have lost their dominant share of U.S. raw steel production to mini-mills. Blast furnace production share declined from 60 percent in 1995 to about 40 percent in 2012. In 1990, blast furnace share was 63 percent; in 1980, the share was 72 percent. This graph visually illustrates the threat of electric arc furnace technology – which offers flexibility, quick turnaround time and lower fixed costs – to integrated steelmaking.

The slight uptick in blast furnace share of overall steel production can be attributed to the rebound of the automotive sector, where integrated producers have dominant market share. In 2012, automotive outpaced the general construction market which relies more heavily on electric arc furnace production.



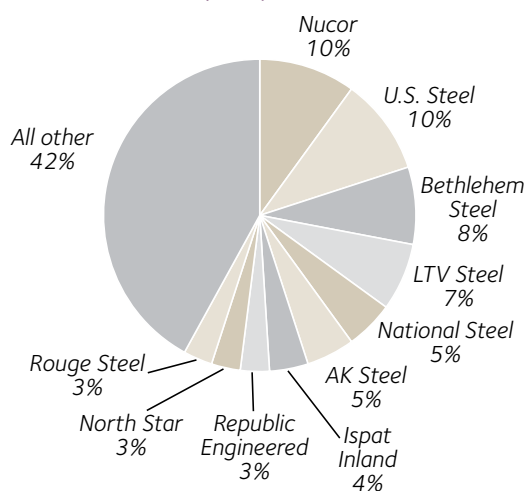
A wave of bankruptcies and industry consolidations changed the landscape of the U.S. steel industry over the past decade as illustrated in the pie charts below. In 2012, the top three steel producers in the U.S. accounted for 52 percent of raw steel capacity compared to 28 percent in 2000. The top ten steel producers accounted for 84 percent of raw steel capacity in 2012 compared to 58 percent in 2000.

Top US steel producers: 2000 vs. 2012

Sources: World Steel Dynamics

NOTE: Includes full-year RG Steel capacity; RG Steel filed for bankruptcy in May 2012 and ceased production.

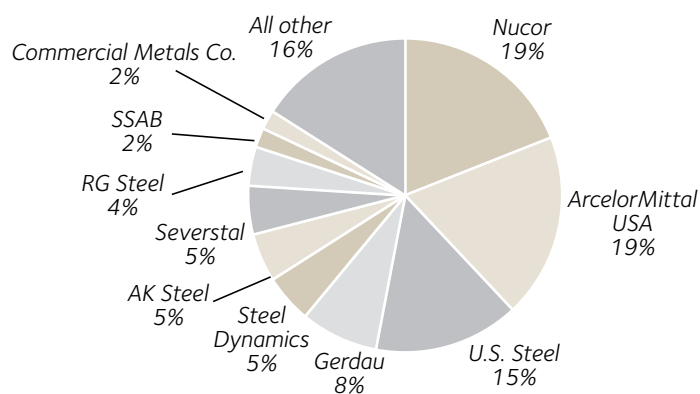
Share of US raw steel capacity: 2000



Share of top 3 = 28%
Share of top 10 = 58%



Share of raw steel capacity: 2012



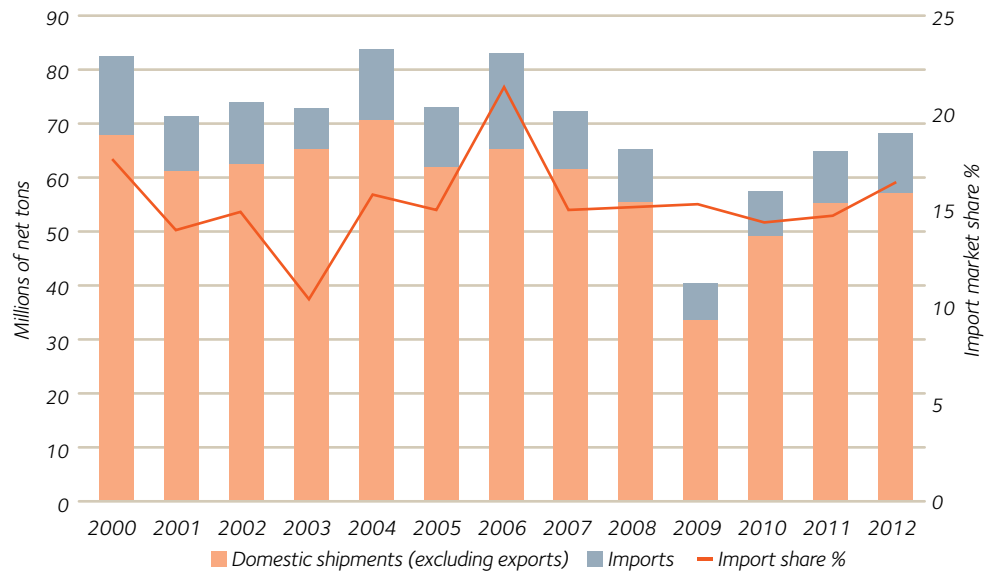
Share of top 3 = 52%
Share of top 10 = 84%

III. US steel industry statistics (continued)

US steel consumption for flat products: 2000-2012

Source: AISI

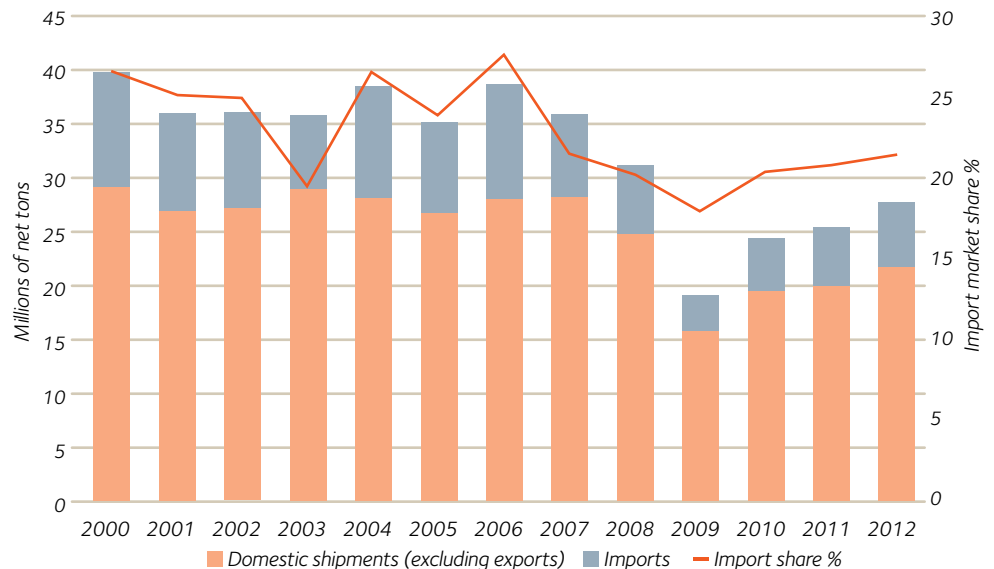
In 2012, imports accounted for 16 percent of U.S. flat roll consumption and 21 percent of U.S. long product consumption. Today, there is available domestic capacity that could displace these imports. The charts below illustrate that while imports play a minority role in domestic steel consumption, they are a constant share of supply and take volume that could be supplied by domestic steelmakers to improve capacity utilization levels. A more effective U.S. trade policy is needed to further level the playing field and to help preserve and strengthen the domestic manufacturing sector.



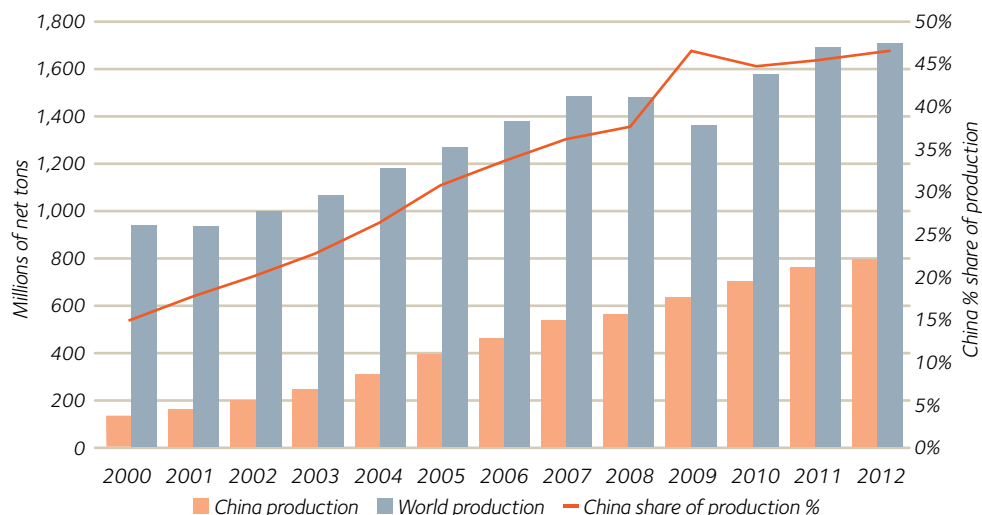
US steel consumption for long products: 2000-2012

Source: AISI

The share of imports has continued to rise since the recovery despite domestic industry progress.



Between 2000 and 2012, steel production in China increased more than five-fold, growing from 142 million net tons to 790 million net tons. In spite of U.S. capacity utilization levels of only 75 percent, global production reached a new record for the third consecutive year of more than 1.7 billion net tons in 2012, with China providing nearly half of the world's steel. The rapid and significant increase in steel production in developing countries like China has put a strain on raw material supplies and caused a global increase in raw material pricing. Furthermore, the threat of imports to the U.S. will rise if China's market weakens.

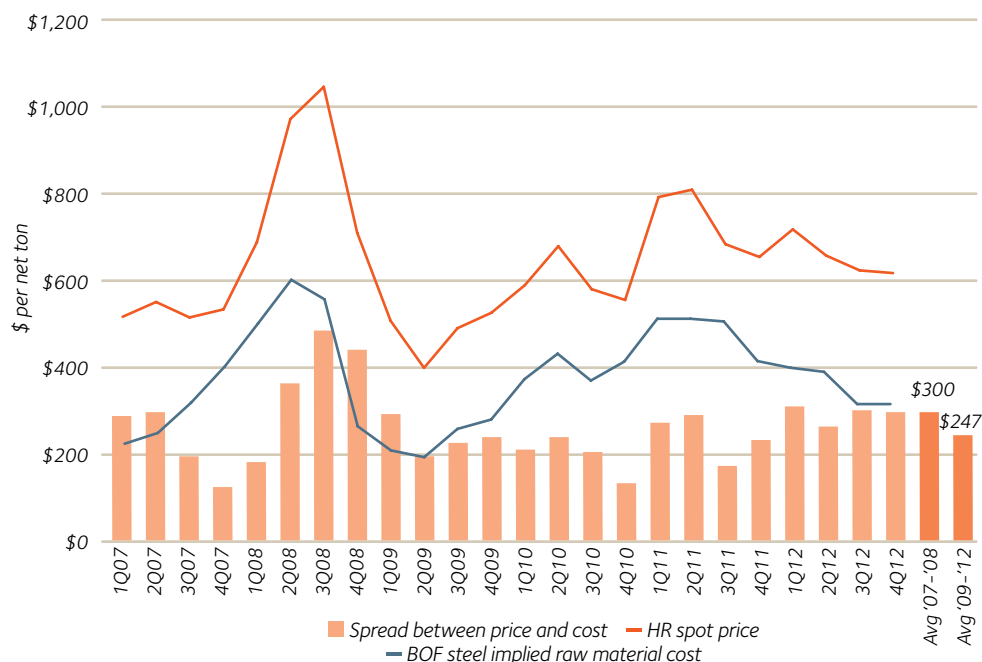


Impact of Chinese steel production: 2000-2012

Source: World Steel Association

The rapid and significant increase in steel production in developing countries like China has put a strain on raw material supplies and caused a global increase in raw material pricing. Furthermore, the threat of imports to the U.S. will rise if China's market weakens.

Driven by China's rapid growth in raw material demand, input costs such as iron ore, coking coal and scrap (BOF steel implied raw material cost) have increased significantly over time. The average spread between the implied raw material cost and hot rolled coil price has decreased by 18 percent from \$300 per net ton prior to the financial crisis down to \$247 per net ton. While steel prices have also increased from early 2009, the change has only been a fraction of the higher input costs. Slow recovery in the U.S. economy compared to record global steel production has lessened the ability of steelmakers to raise their prices as demand is still less than pre-crisis levels.



Cost price squeeze: 2007 – 2012

Sources: CRU, Platts, SBB, AMM (quarterly averages)

BOF steel implied cost = $(1.52 \times \text{iron ore}) + (0.71 \times \text{coking coal}) + (0.15 \times \text{scrap})$

Slow recovery in the U.S. economy compared to record global steel production has lessened the ability of steelmakers to raise their prices as demand is still less than pre-crisis levels.

IV. Overview of ArcelorMittal USA

About ArcelorMittal USA

ArcelorMittal USA is one of the largest steelmakers in North America, employing more than 18,000 hardworking men and women at 26 operations across the United States. ArcelorMittal USA's product portfolio includes a broad range of flat, long and tubular products serving the automotive, construction, pipe and tube, appliance, container and machinery markets.

ArcelorMittal USA is part of ArcelorMittal, the world's largest steel and mining company, resulting from the 2006 merger of Mittal Steel Company N.V. (Mittal) and Arcelor S.A., then the world's largest and second largest steel companies by production volume.

In 2012, ArcelorMittal globally had sales of \$84.2 billion, steel shipments of 92.4 million net tons and crude steel production of 97.2 million net tons, representing approximately six percent of world steel output. ArcelorMittal has steelmaking operations in 20 countries on four continents, including 107 integrated and mini-mill facilities.

Our history

1998

- ISPAT International acquired Inland Steel Company's assets including Indiana Harbor Works, Minorca Mine, and I/N Tek and I/N Kote (a joint venture with Nippon Steel).

2000

- Weirton Steel, the world's largest Employee Stock Ownership Plan, filed for bankruptcy.
- Acme Steel (now ArcelorMittal Riverdale) shut down.
- Ohio-based LTV Steel filed for Chapter 11 bankruptcy in December.

2001

- Bethlehem Steel filed for bankruptcy in September.

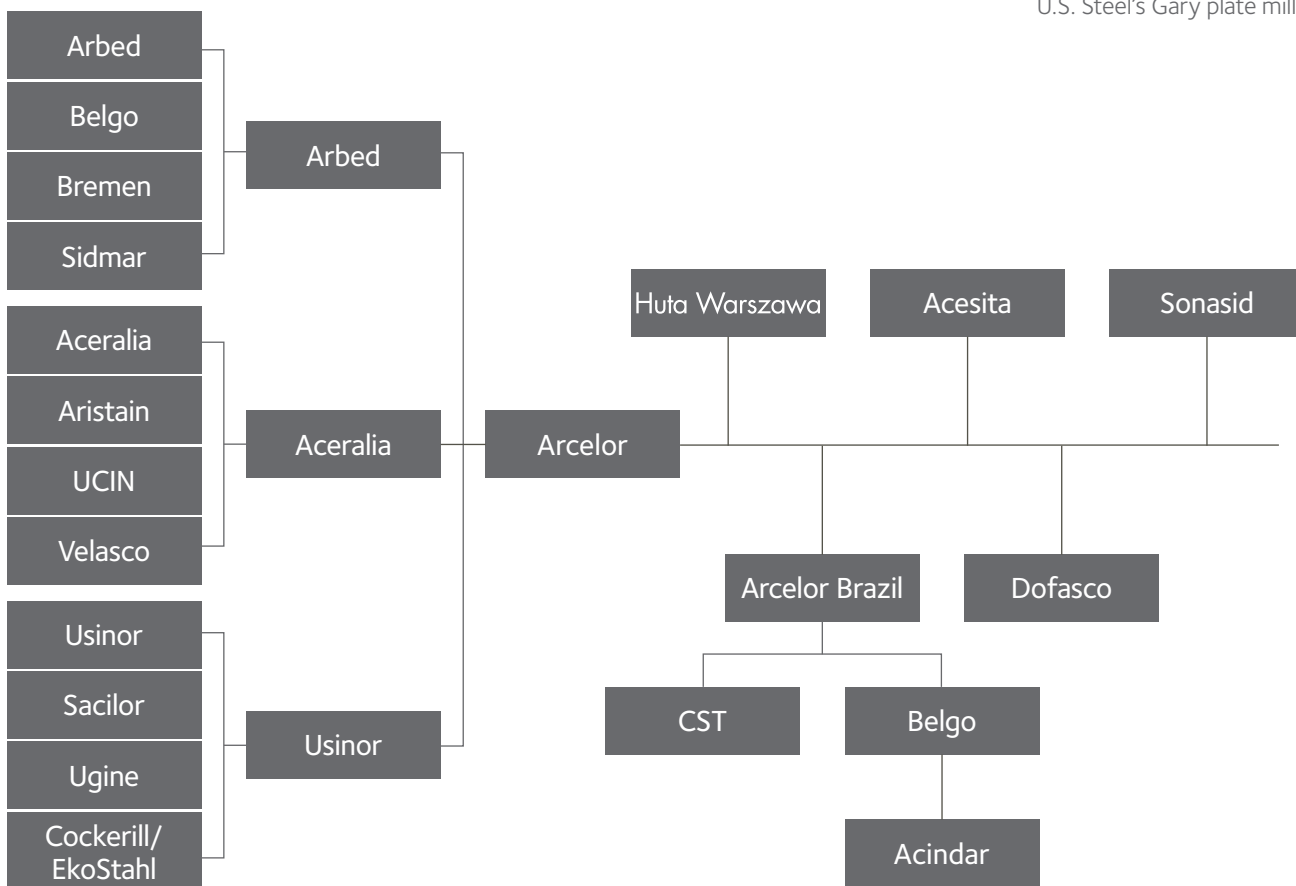
2002

- Ohio-based International Steel Group (ISG) purchased the assets of Acme Steel and LTV's integrated steel assets including Cleveland Works and Indiana Harbor West.

2003

- ISG acquired the Bethlehem Steel Corporation assets, which included Burns Harbor, Coatesville, Conshohocken, Lackawanna, Sparrows Point, Steelton and U.S. Steel's Gary plate mill.

The evolution of ArcelorMittal



2004

- ISG purchased the assets of Weirton Steel and Georgetown Steel.

2005

- ISG, Ispat International and LNM Holdings merged to create Mittal Steel USA.

2007

- Mittal Steel, the world's largest steel company based on production volume, completed the merger with Arcelor, the world's second largest steel producer, creating ArcelorMittal, the world's largest steel company.

2008

- ArcelorMittal sold Sparrows Point to Severstal to resolve U.S. Department of Justice antitrust concerns and maintain competition in the U.S. tin plate steel market.
- The fourth quarter global economic crisis pushed the world's steel industry into recession.

- ArcelorMittal announced a 35 percent reduction in production levels worldwide.
- ArcelorMittal USA's capacity utilization rates were in line with industry levels, which hit a record low of 33.5 percent in the last week of 2008.

2009

- Production and workforce reductions were announced at ArcelorMittal facilities across the United States.
- ArcelorMittal announced the closure of two U.S. finishing facilities, Lackawanna (N.Y.) and Hennepin (Ill.).

2010

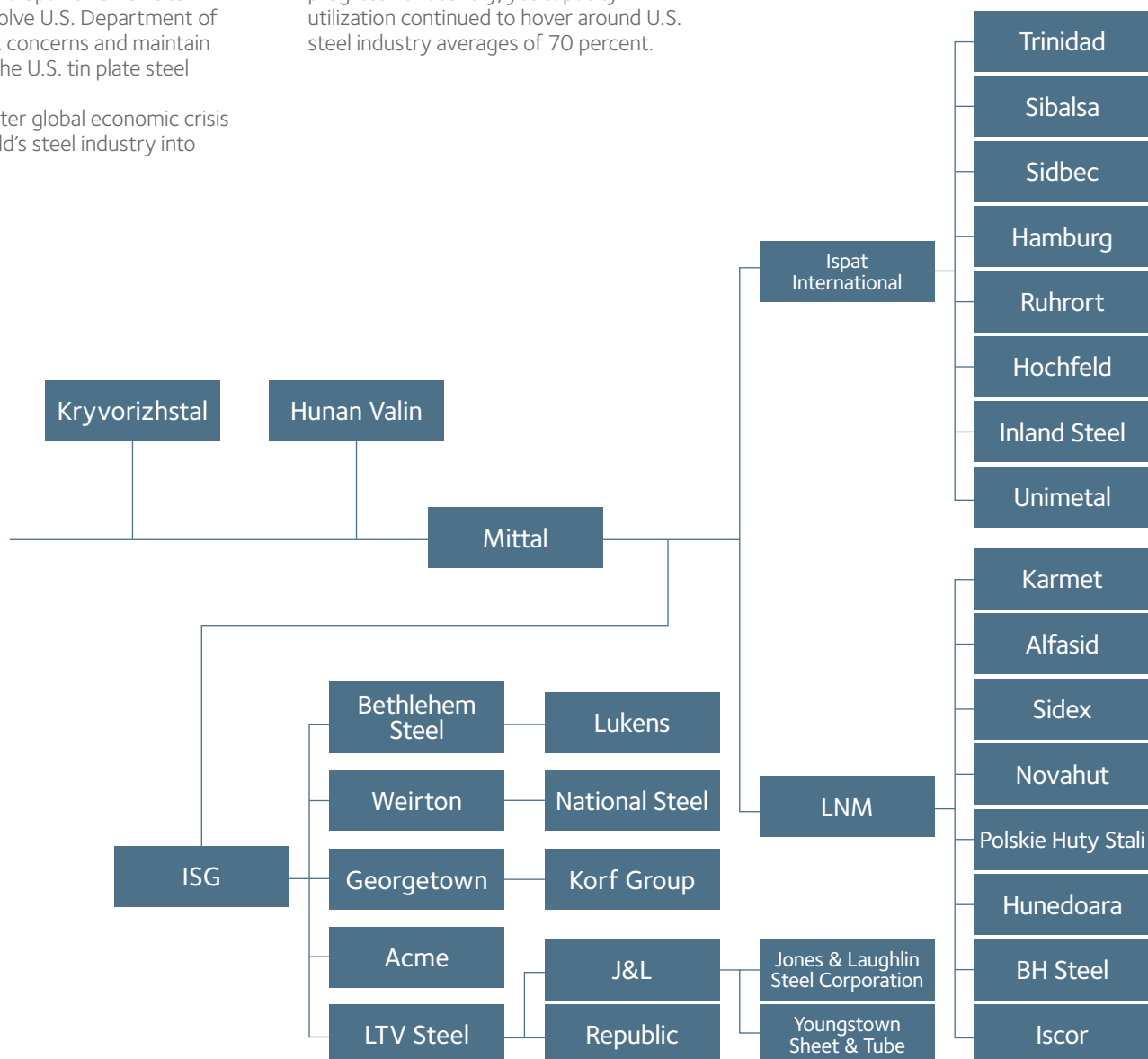
- ArcelorMittal experienced a slow and progressive recovery, yet capacity utilization continued to hover around U.S. steel industry averages of 70 percent.

2011

- While cautiously optimistic, ArcelorMittal operated at approximately 75 percent capacity utilization, well below pre-crisis levels.

2012

- While more optimistic about the future, ArcelorMittal continues to operate below pre-crisis levels. ArcelorMittal benefits from market demand increase of eight percent, supported by strength in auto, energy and heavy equipment.



IV. Overview of ArcelorMittal USA (continued)

USA operations

With our Americas' headquarters in Chicago, ArcelorMittal owns and operates 26 facilities, including mines, integrated steelmaking facilities, mini-mills and finishing operations, employing more than 18,000 across 13 of the United States. In addition, ArcelorMittal operates one of 11 global research and development centers in East Chicago, Ind. and several sales and distribution centers throughout the states.

Key terms:

- **Integrated:** An integrated steelmaking facility transforms raw materials – coke, iron ore and limestone – into molten iron in a blast furnace. The molten iron is then charged in a basic oxygen furnace (BOF) to make steel.
- **Mini-mill:** A mini-mill uses steelmaking technology called an electric arc furnace (EAF), which recycles scrap steel into new steel.
- **Flat:** Flat products include hot-rolled, cold-rolled and coated sheets; tin; carbon and alloy plates; and raw material facilities to support the production of these products. Flat products are typically produced in integrated steelmaking facilities.
- **Long:** Long products, which include wire rod, rail products, bars and semi-finished shapes, are typically produced using EAF technology.
- **Tubular:** Tubular products include mechanical steel tubing and seamless and welded precision tubes.

To read more about our process and products, see pages 16-19.

¹ Based on 2007 production which represents a more typical operating environment. Data shown in net tons.

² Joint venture between ArcelorMittal and US Steel.

³ Idled in 2009. \$50 million investment announced in Sept. 2012. Restart targeted for Q2 2014.

State	Facility name	City	Type of operation (reporting division)	Product(s)
Ark.	ArcelorMittal Pine Bluff	Whitehall	Wire drawing (other)	Steel cord, hose wire, saw wire
Ill.	ArcelorMittal Riverdale	Riverdale	BOF (flat)	Hot-rolled sheet
Ind.	ArcelorMittal Burns Harbor	Burns Harbor	Integrated (flat)	Hot-rolled sheet, cold-rolled sheet, hot-dip galvanized sheet, steel plate
	I/N Kote	New Carlisle	Finishing (flat)	Hot-dip galvanized and galvanealed, electrogalvanized coil
	I/N Tek	New Carlisle	Finishing (flat)	Cold-rolled sheet, annealed sheet
	ArcelorMittal Indiana Harbor	East Chicago	Integrated (flat)	Hot-rolled sheet, aluminized sheet, cold-rolled sheet, hot-dip galvanized sheet
	ArcelorMittal Indiana Harbor Bar	East Chicago	EAF (long)	Rounds, hexagons
La.	ArcelorMittal LaPlace	LaPlace	EAF (long)	Rebar, flats, angles, channel, beams
Minn.	ArcelorMittal Minorca	Minorca	Iron ore mine (flat)	Iron ore pellets
Miss.	Double G Coatings ²	Jackson	Finishing (flat)	Galvalume sheet, hot-dip galvanized sheet
N.C.	ArcelorMittal Piedmont	Newton	Finishing (flat)	Plasma-cuts plate products into blanks
	ArcelorMittal Cleveland	Cleveland	Integrated (flat)	Hot-rolled, cold-rolled, hot-dip galvanized sheet, semi-finished (slabs)
	ArcelorMittal Columbus	Columbus	Finishing (flat)	Hot-dip galvanized sheet
	ArcelorMittal Marion	Marion	Tubular (other)	Conveyor tube, specialty automotive tube, boiler tube
	ArcelorMittal Shelby	Shelby	Tubular (other)	Seamless and welded, precision tubes, drawn-over-mandrel (DOM), cold-drawn tubes
	ArcelorMittal Tailored Blanks	Pioneer	Blanking and welding (other)	Laser welded blanks
Pa.	ArcelorMittal Warren	Warren	Coke battery (flat)	Coke
	ArcelorMittal Coatesville	Coatesville	EAF (flat)	Carbon and alloy discrete plate products (high-strength, low-alloy, commercial alloy, military alloy, flame-cut and clad)
	ArcelorMittal Conshohocken	Conshohocken	Rolling/finishing (flat)	Coil, discrete plate
	ArcelorMittal Monessen ³	Monessen	Coke battery (flat)	Coke
S.C.	ArcelorMittal Steelton	Steelton	EAF (long)	Railroad rails, specialty blooms, flat bars
	ArcelorMittal Georgetown	Georgetown	EAF (long)	Wire rod
Tenn.	ArcelorMittal Tailored Blanks	Murfreesboro	Blanking and welding (other)	Laser welded blanks
Texas	ArcelorMittal Vinton	Vinton	EAF (long)	Rebar, fabricated products, grinding balls, smooth rounds
	ArcelorMittal Princeton	Princeton	Coal mine (other)	Coking coal, pulverized coal injection (PCI)
W.V.	ArcelorMittal Weirton	Weirton	Rolling/finishing (flat)	Cold-rolled sheet, galvanized, electro-galvanized, tin plate products

Market(s) served	Approximate annual steelmaking production ¹	Plant manager	Average headcount for 2012 (hourly and salaried)	Local USW #	ArcelorMittal USA LLC entity
Automotive, agriculture	—	Charley Chen	320	—	N
Strip converter, service center	592,000 tons	Mark Dutler	308	1010	Y
Automotive, appliance, service center, construction, ship building	4,100,000 tons	Madhu Ranade (John Mengel assumed role in May 2013)	3,955	6787	Y
Automotive, appliance	—	Chris Richards	264	9231	Y
Automotive	—	Chris Richards	270	9231	Y
Automotive, appliance, service center, tubular, strip converters, contractor applications	7,700,000 tons	Wendell Carter	5,250	1010/1011	Y
Automotive, cold-finisher, fastener, service center	340,000 tons	Ray Hawkins (Dan Tunacik assumed role in April 2013)	292	1010	Y
Light structural shapes, merchant bars, rebar markets	593,000 tons	Nicolas Boyan (Ray Hawkins assumed role in April 2013)	425	9121	N
ArcelorMittal Indiana Harbor furnaces	—	Jonathan Holmes	349	6115	Y
Construction	—	Mark Chrislip	78	363L-01	N
Machinery, automotive	—	Scott Gilfillan	9	—	Y
Automotive, appliance, service center, construction, converters	2,600,000 tons	Eric Hauge	1,803	979	Y
Automotive	—	Thomas Cayia	141	9309/2342.1	Y
Boiler, conveyor, service center, automotive	—	Fred Schuster	103	1949	N
Automotive, construction, farm machinery, oil and gas tooling, service center	—	Dane Smith	641	3057	N
Automotive	—	Mike Clark	98	—	N
ArcelorMittal Cleveland furnaces	—	Jeff Foster	158	1375-07	Y
Construction, machinery, ship building, automotive, military, pipe and tube, aircraft and aerospace	585,000 tons	Ed Frey	864	1165	Y
Construction, military	—	Paul Waterman	323	9462	Y
ArcelorMittal furnaces	—	Paul Champagne	67	3403	N
Railroad, forging	603,000 tons	Dave Wirick	688	1688	Y
Converters, original equipment manufacturers	600,000 tons	Danie Devapiriam	251	7898	Y
Automotive	—	Brian Brown	5	—	N
Construction, mining	205,000 tons	Kesavan Rangaswamy	318	9424-0	Y
Primarily ArcelorMittal operations in the U.S.	—	Greg Jessee	668	—	N
Construction, service center, container, tubular	—	Brian James	989	2911	Y

IV. Overview of ArcelorMittal USA (continued)

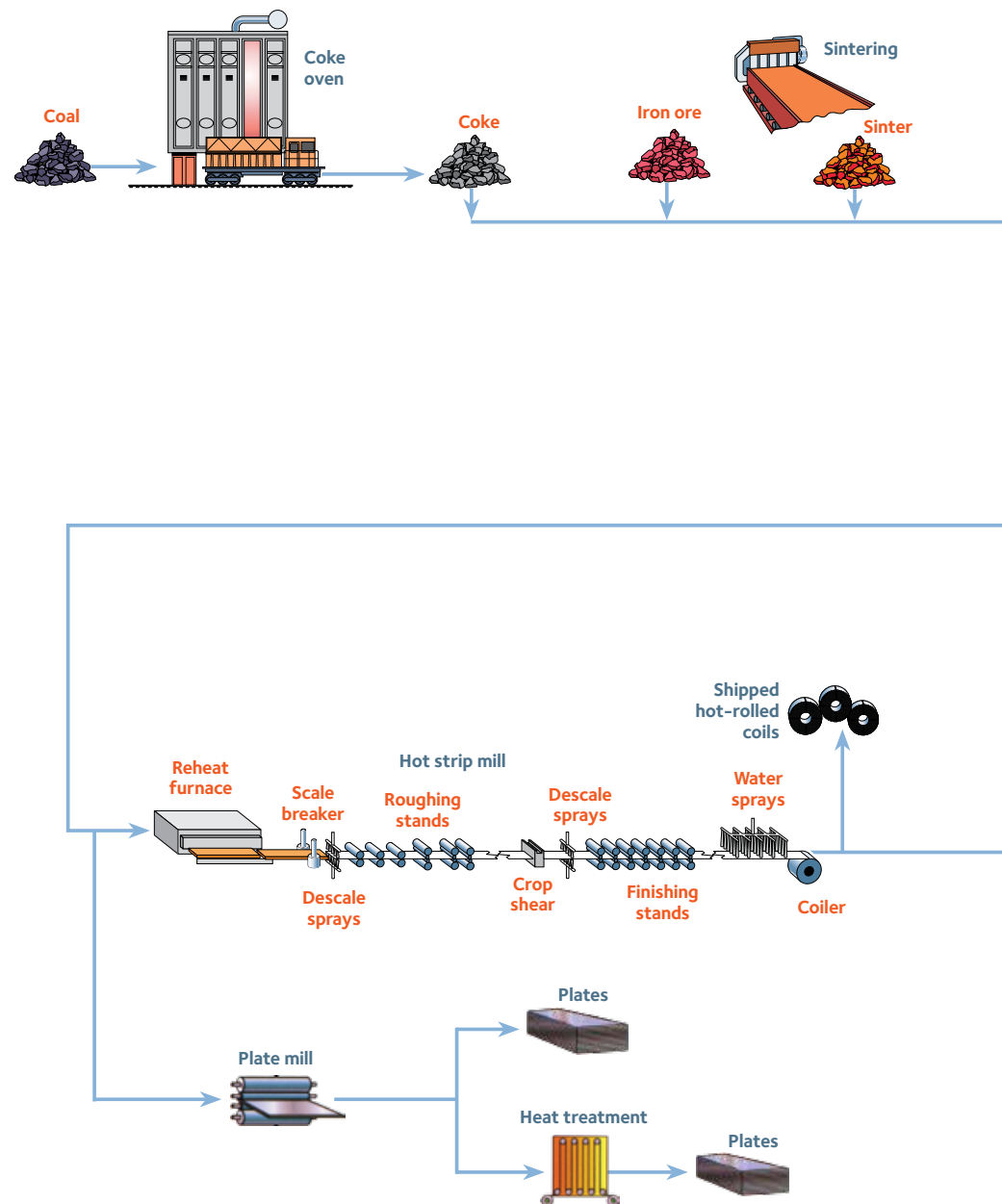
Steelmaking process

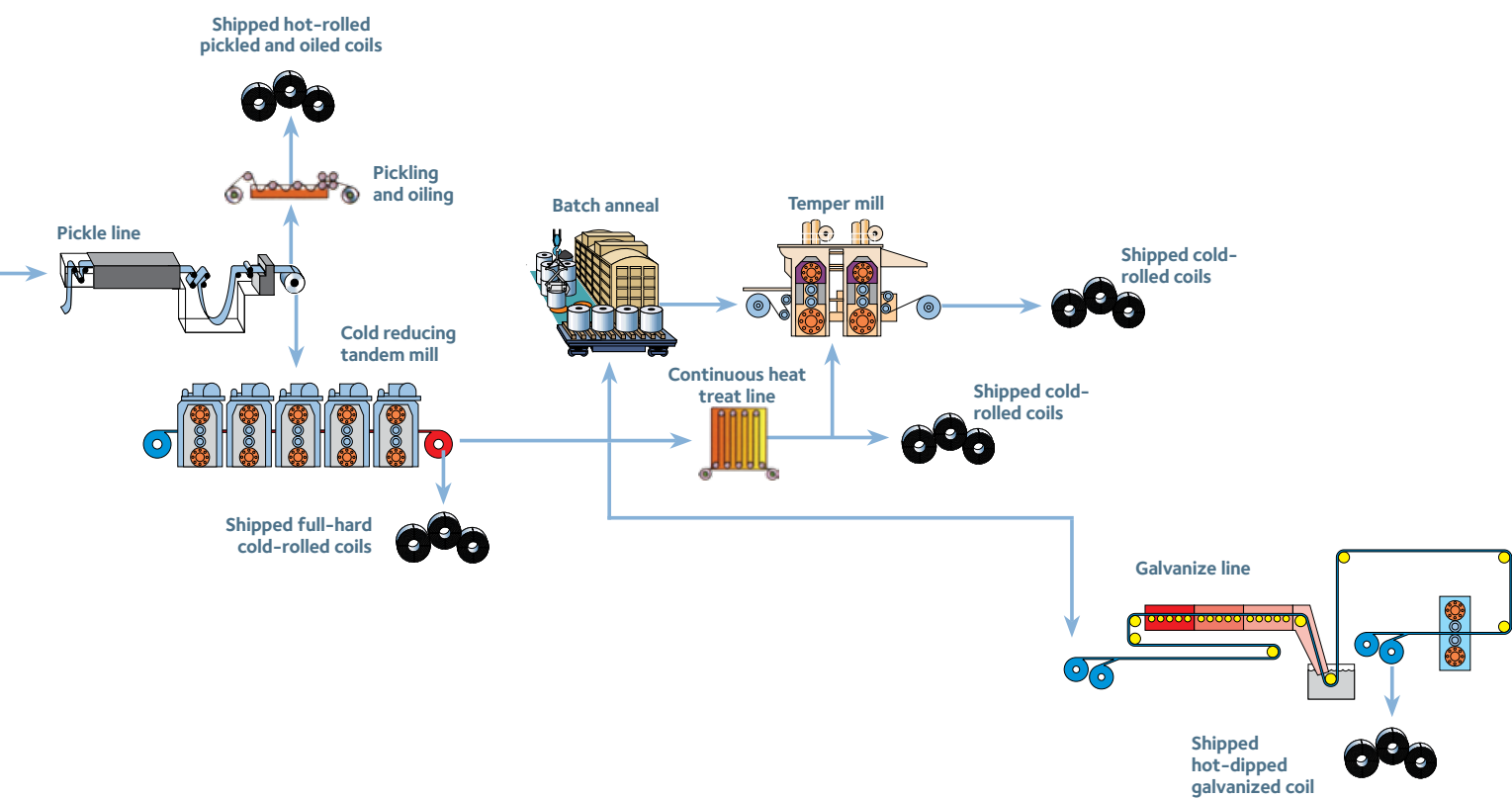
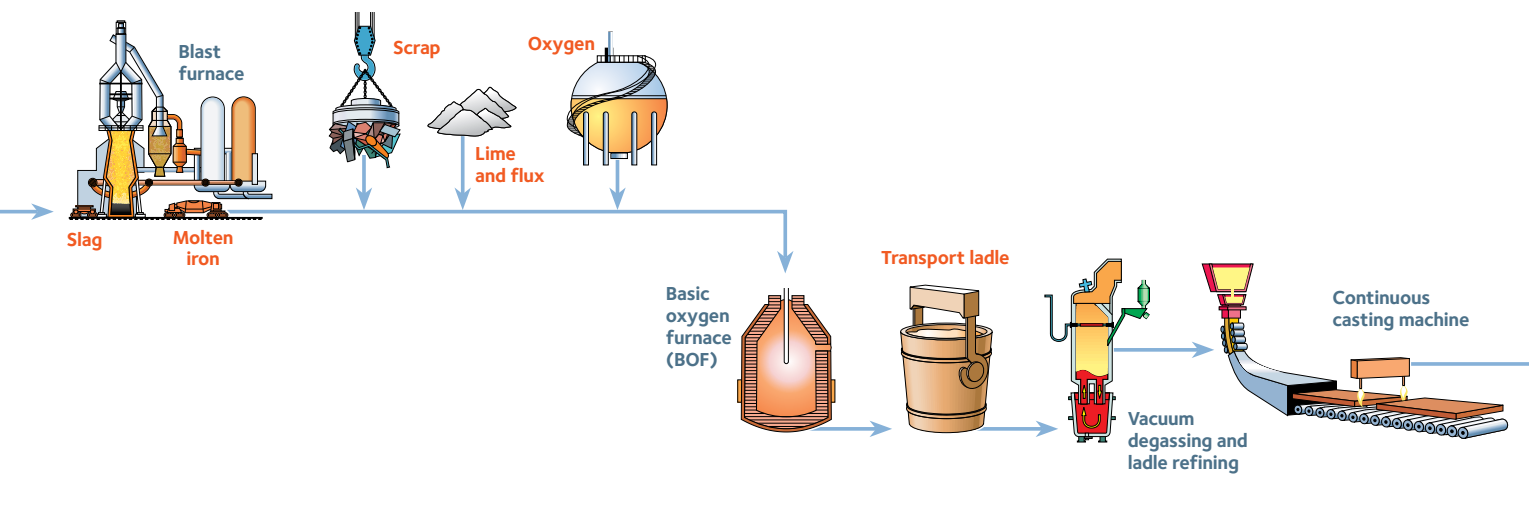
Steel is produced either by a blast furnace in an integrated steel facility or an electric arc furnace at a mini-mill.

An **integrated steel mill** uses blast furnaces to produce hot metal typically from iron ore, limestone and coke. Coke is a refined carbon product produced by firing coal in large coke ovens. Hot metal is then converted through the basic oxygen process into liquid steel where it can be metallurgically refined. For flat-rolled steel products, liquid steel is either teemed into ingots for later processing or cast into slabs in a continuous caster machine. The slabs are further shaped or rolled at a plate mill or hot strip mill. In the production of sheet products, the hot strip mill process may be followed by various finishing processes, including pickling, cold-rolling, annealing, tempering or coating processes, such as galvanizing (zinc coating). These various processes are often distinct steps undertaken at different times rather than during a continuous process and may take place in separate facilities. Steel produced by integrated mills tends to be cleaner or purer than steel produced by electric arc furnaces since less scrap is used in the production process and scrap contains non-ferrous tramp elements. These purer products are more often required for value-added applications.

A **mini-mill** uses an electric arc furnace to melt steel scrap or scrap substitutes. This process is often used to produce a variety of long products. For flat-rolled products, liquid steel from the electric arc furnace is cast into slabs in a continuous casting process. The slabs are then rolled into finished product. Mini-mills are designed to accommodate shorter production runs with relatively fast product change-over time. Mini-mills generally produce a narrower range of steel products than integrated producers and their products tend to be more of a commodity; however, mini-mills have historically enjoyed certain competitive advantages as compared to integrated mills, including lower required capital investment and lower labor costs per ton shipped.

Follow the integrated steelmaking process from raw materials through finished product.





IV. Overview of ArcelorMittal USA (continued)



Hot-rolled coil



Cold-rolled coil



Coated product

Steel products

ArcelorMittal USA's principal products include a broad range of flat, long and tubular products to serve the automotive, construction, pipe and tube, appliance, container and machinery markets. All of these products are available in standard carbon grades as well as high-strength, low-alloy grades for more demanding applications.

Flat products:

Hot-rolled products

All coiled flat-rolled steel is initially hot-rolled by passing a slab through a multi-stand rolling mill to reduce its thickness to less than 5/8 inch. Hot-rolled steel destined for the sheet market can be either shipped as black band or cleaned in an acid bath and sold as pickled band. These products are used in non-critical surface applications such as automotive frames and wheels, construction products, pipe, off-highway equipment and guardrails.

Cold-rolled products

Cold-rolled sheet is hot-rolled coil that has been further processed through a pickler and then passed through a rolling mill without reheating until the desired gauge, or thickness, and other physical properties have been achieved. Cold-rolling reduces gauge and hardens the steel. Further processing through an annealing furnace and a temper mill improves ductility and formability. Cold-rolling can also impart various surface finishes and textures. Cold-rolled sheet is used in, among other things, steel applications that demand higher surface quality, such as exposed automobile and appliance panels. Cold-rolled sheet prices are usually higher than hot-rolled steel prices. For certain applications, cold-rolled sheet is coated or painted.

Coated products

Either hot-rolled or cold-rolled coil may be coated with zinc, aluminum or a combination thereof to render it corrosion resistant. Hot-dip galvanized, galvanized, Galvalume, electrogalvanized and aluminized products are types of coated steel. These are also among the highest value-added sheet products because they require the greatest degree of processing and usually have the strictest quality requirements. Coated steel products are generally used in applications such as automobiles, household appliances, roofing and siding, heating and air conditioning equipment, air ducts, switch boxes, chimney flues, awnings and grain bins.

Plate

Plate is steel that is generally more than 3/16 inch thick. It can be made on either a coiled plate mill, up to one-inch thick, or a discrete plate mill. The coiled plate, or discrete plate, is then cut into sections for specific end uses. Commodity steel plate is used in a variety of applications, such as storage tanks, ships and railcars, large diameter pipe and machinery parts. More specialized steel plate, such as high-strength, low-alloy, heat-treated or alloy plate, can have superior strength and performance characteristics for particular applications such as the manufacture of construction, mining and logging equipment; pressure vessels and oil and gas transmission lines; and the fabrication of bridges and buildings. Quenched and tempered plate is harder and stronger and can be used in products, such as military armor and hard rock mining equipment.



Plate

Tin

Tin mill sheet steel is used to produce food packaging and other containers. It is available as black plate, tin plate and tin-free steel. Black plate is an uncoated thin gauge cold-rolled steel; tin plate is black plate, electrolytically plated with metallic tin; and tin-free steel is black plate that has been electrolytically plated with metallic chromium and chromium oxides. Both tin plate and tin-free steel undergo a plating process whereby the molecules from the positively charged tin or chromium anode attach to the negatively charged sheet steel. The thickness of the coating is readily controlled through regulation of the voltage and speed of the sheet through the plating area.

Long products:

Bars

Bars are long steel products that are rolled from billets. Merchant bars include rounds, flats, angles, squares and channels that are used by fabricators to manufacture a wide variety of products such as furniture, stair railings and farm equipment.

Rail

Billets and blooms are fed through rollers that form rail. Rail is produced in a number of sections determined by their weight per yard and relative strengths. Rail is sold to railroad companies and regional transit authorities for new track projects and for the repair of existing track.

Wire rod

Billets are fed through rolls that form wire rod. Wire rod is produced in a variety of grades and dimensions for further processing into wire products or fabricated to make fasteners.

Reinforcing bar (Rebar)

Billets are fed through rolls to form rebar. Rebar is used in construction with concrete and masonry structures.

Tubular products:

Specialty steel tubing

Apart from welded and seamless steel tubes, available in a wide spectrum of carbon and alloy grades, tubular product solutions can also be tailored to meet the specific needs of customers through an extensive range of services, including cutting, end finishing, heat treating and steel slitting. There are also drawn-over-mandrel (DOM) and cold drawing capabilities available for the most demanding applications. Tubular products serve a variety of markets including automotive, industrial and construction equipment, hydraulic cylinders, agricultural equipment and mineral mining equipment.



Rail



Wire rod



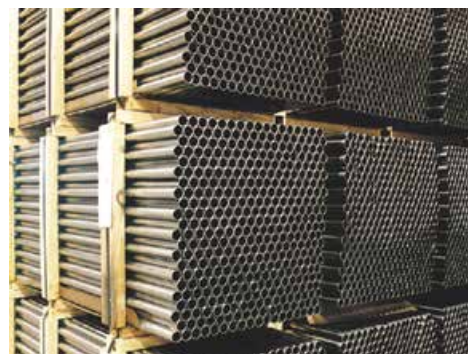
Rebar



Tin



Bars



Tubular

IV. Overview of ArcelorMittal USA (continued)



Michael G. Rippey
President & Chief Executive Officer,
ArcelorMittal USA

USA leadership

Flat Carbon USA

Michael G. Rippey

President & Chief Executive Officer,
ArcelorMittal USA

Michael G. Rippey serves as president and chief executive officer of ArcelorMittal USA. When the company merged to create ArcelorMittal in 2007, Rippey provided critical leadership in the integration of USA facilities that included flat and plate steel operations.

Prior to August 2006, he held roles as executive vice president, sales and marketing with direct responsibility for light, flat-rolled and plate products and also as executive vice president, commercial, and chief financial officer, at Ispat Inland, a predecessor company.

A valued member of the senior leadership team since 1998, Rippey began his career with Inland Steel in 1984. He holds a bachelor's degree in marketing from Indiana University, a master's in banking and finance from Loyola University, Chicago, and a MBA from the University of Chicago.

Flat Carbon USA

Dennis Arouca* (role assumed by Patrick Parker in March 2013)	Vice President, Labor Relations
William Ball*	Director, Engineering
Al Barsophy	Senior Director, Operations
John Brett	Executive Vice President, Finance, Planning & Procurement
Wendell Carter	Vice President & General Manager, Indiana Harbor
Mary Lynn Gargas-South	Director, Human Resources
Andy Harshaw	Executive Vice President, Operations
Eric Hauge	Vice President & General Manager, Cleveland
Brian Knaley	Controller
Paul Liebensson*	General Counsel
Brian Lippert (resigned in October 2013)	Director, Facility Optimization
Om Mandhana	Vice President, Procurement
John Mengel (role assumed by John Battisti in May 2013)	Chief Operating Officer, Plate
Marcia Miller*	Vice President, Government Relations
Dan Mull	Executive Vice President, Sales & Marketing
Keith Nagel*	Director, Environmental & Real Estate
Cordell Petz	Director, Corporate Safety & Health
Madhu Ranade (role assumed by John Mengel in May 2013)	Vice President & General Manager, Burns Harbor
Bill Steers*	General Manager, Communications & Corporate Responsibility
Richard Sussman (role assumed by Greg Ludkovsky in July 2013)	General Manager, Research & Development
Jerry Yothment	General Manager, IT

** These individuals have functional oversight for facilities beyond flat carbon USA sites to include long carbon facilities and/or operations outside the United States.*

USA leadership

Long Carbon North America

PS Venkataramanan

Chief Executive Officer,
Long Carbon North America

PS Venkataramanan (Venkat) serves as chief executive officer of Long Carbon North America, the premier long carbon product supplier in North America. Long Carbon North America is a vital component of the company's global footprint, with a network of 11 manufacturing facilities in the U.S. and Canada employing approximately 3,400 employees.

In this role, Venkat manages the Long Carbon North America leadership team and business functions such as finance, procurement, sales and marketing, and human resources.

Prior to the merger of Arcelor and Mittal in mid-2007, Venkat served as the chief executive officer of ArcelorMittal Mexico and previously held roles of vice president/marketing for Mittal Steel Canada and director of sales/marketing for Mittal Steel Lazaro Cardenas, Mexico.

Venkat holds a Master of Science degree in Geology and a Master of Arts degree in Business Administration from Madras University in India.



PS Venkataramanan

Chief Executive Officer,
Long Carbon North America

Long Carbon North America (LCNA)

Arun Balakrishnan	Manager, Strategy & Business Coordination
Hugues Dorban	Chief Financial Officer
Gary Lefko	Chief Technology Officer
Ranganathan Ravi	Vice President, Commercial
Daniel Robert	General Manager, Human Resources & Legal
Kevin Torres	Director, Recycling & Scrap, USA

IV. Overview of ArcelorMittal USA (continued)

Overview of company benefits

Represented employees

The Basic Labor Agreement (BLA), a contract between 15 ArcelorMittal USA facilities and the United Steelworkers, regulates wages, hours, and terms and conditions for employment. The last agreement took effect in September 2012 and will expire on Sept. 1, 2015. As part of the BLA, ArcelorMittal USA and the United Steelworkers agree to provide the following benefits to the represented workforce:

Healthcare benefits

ArcelorMittal USA provides eligible employees and their eligible dependents with a comprehensive package of healthcare coverage, including:

- Hospital/surgical/medical – Employees and dependents are eligible to participate in a comprehensive PPO medical plan.
- Prescription drug – The prescription drug plan, administered by CVS Caremark, provides coverage for prescription drugs purchased at either retail stores or by mail order.
- Dental – The dental plan offered to employees is very comprehensive, including preventative, restorative and orthodontic services.
- Vision – The vision benefit plan provides benefits for eye exams, frames, lenses and contacts.
- Life insurance – The company provides \$50,000 of basic life insurance and \$50,000 of accidental death and dismemberment (AD&D) insurance. Additionally, employees are able to purchase optional term life insurance for themselves and eligible family members at attractive group rates. Optional AD&D is also available. *NOTE: A small group (less than three percent) of represented non-exempt salaried employees have slightly different life and disability coverage.*

Sickness and accident benefits

If an employee becomes totally disabled, the company provides disability benefits equal to

70 percent of pay for a period based upon service offset by certain workers' compensation and Social Security payments.

Flexible Spending Account

The flexible spending account, or FSA, helps save money on taxes, while making it easier for employees to budget for expected health care and dependent/elder day care expenses. With FSA, the employee pays for many health care and dependent/elder day care fixed costs with dollars that are not taxed, thereby reducing taxable income.

Vacation and holidays

One, but less than three, year(s) of service equals one week of vacation

Three, but less than eight, years of service equals two weeks of vacation

Eight, but less than 15, years of service equals three weeks of vacation

Fifteen, but less than 24, years of service equals four weeks of vacation

Twenty four or more years of service equals five weeks of vacation

NOTE: A week of vacation consists of seven consecutive days.

The company also provides the following paid holidays:

New Year's Day
Martin Luther King Jr. Day
Good Friday
Memorial Day
Independence Day
Labor Day
Thanksgiving
Day after Thanksgiving
Christmas Eve
Christmas Day

Bonus opportunities

Employees participate in two bonus plans offered by the company – profit sharing and production incentive. Through profit sharing, employees benefit from a profit sharing pool that consists of 7.5 percent of the company's quarterly profits as defined by EBIT, or



earnings before interest and taxes. Through production incentive, employees have an earnings opportunity of 20 percent of base wage for normal production levels with the opportunity to earn more.

401k plan

Employees are eligible to participate in the company's 401k plan.

Pensions

For ArcelorMittal USA employees who are covered under the ArcelorMittal USA defined benefit pension plan, the minimum pension formula multipliers are:

- Up to 30 years of service prior to January 1, 2009: \$65
- Years of service over 30 years prior to January 1, 2009: \$85
- All years of service after January 1, 2009: \$100

For ArcelorMittal USA employees covered by the Steelworkers Pension Trust (SPT), the company contributes \$2.65 per hour into a multi-employer pension fund administered by a Board of Trustees, consisting of an equal number of employer and union representatives. At current SPT calculation rates that would provide approximately \$100 per month, per year of service.

Supplemental Unemployment Benefits (SUB)

Employees with two years of continuous service who are laid off are eligible for a weekly supplemental unemployment benefit equal to 40 times their hourly base wage multiplied by a percentage based on years of service and length of layoff.

Severance allowance

Employees who have accumulated at least three years of continuous service are eligible for severance allowance based on one of two payment options:

Option #1

Employee has been on involuntary layoff for six consecutive months, or in any 12 month period is offered less than 520 hours of straight time work:

- Receives a single lump sum payment equal to one week of pay at the employee's vacation rate of pay for each year of continuous service

Option #2

Employee has been on involuntary layoff due to a permanent closure:

- Receives one week of pay at the employee's vacation rate of pay for each year of continuous service (up to 15 years) or portion thereof plus two weeks of pay at the employee's vacation rate of pay for each year of service over 15 years of continuous service or portion thereof
- Total above may not exceed \$75,000

Interplant Job Opportunities (IJOP)

An employee with more than two years of continuous service, who is continuously on layoff for at least 60 days and not expected to be recalled within 60 days, shall be given priority over new hires and probationary employees for permanent job vacancies at other plants.

Employee discount programs

ArcelorMittal USA employees are provided with discounts by a number of companies including:

Daimler Chrysler
Dell Computers
Ford
General Motors
General Electric
Nissan
Verizon Wireless
Whirlpool

Institute for Career Development

The company invests \$0.15 for each hour worked by represented employees into the USW/ArcelorMittal USA Institute for Career Development, whose purpose is to provide resources and support services for the education, training and personal development of the employees of the company including upgrading their basic skills and education levels.

IV. Overview of ArcelorMittal USA (continued)



Salaried employees

Healthcare benefits

ArcelorMittal USA provides eligible employees and their eligible dependents with a comprehensive package of healthcare coverage (no vision), including:

- Hospital/surgical/medical – Employees and dependents are eligible to participate in a comprehensive PPO medical plan.
- Prescription drug – The prescription drug plan, administered by CVS Caremark, provides coverage for prescription drugs purchased at either retail stores or by mail order.
- Dental – The dental plan offered to employees is very comprehensive, including preventative, restorative and orthodontic services.
- Life Insurance – The company provides 1x base salary for Basic Life Insurance and Accidental Death and Dismemberment (AD&D) Insurance. Additionally, employees are able to purchase Optional Term Life Insurance for themselves and eligible family members at attractive group rates. Optional AD&D is also available.

Sickness and accident benefits

If an employee becomes totally disabled, the company provides disability benefits equal to 100 percent of pay for a period based upon service, dropping to 60 percent of pay for the remainder of the disability period.

Vacation and holidays

Less than one year of service and hired before July 1 equals one week of vacation in calendar year hired, two weeks in following year

Less than one year of service and hired after July 1 equals two weeks of vacation in year following hire

One, but less than five, year(s) of service, equals two weeks of vacation

Five, but less than 10, years of service, equals three weeks of vacation

Ten or more years of service, equals four weeks of vacation

NOTE: A week of vacation consists of five days.

The company also provides the following paid holidays:

New Year's Day
Martin Luther King Jr. Day
Good Friday
Memorial Day
Independence Day
Labor Day
Thanksgiving
Day after Thanksgiving
Christmas Eve
Christmas Day

Bonus opportunities

Salaried employees participate in a competitive bonus program and have multiple opportunities to earn quarterly bonuses when financial and operational performance targets are met. Targets are set annually and align with company priorities, such as operating profits, lost time injury rates and cost improvement measures. Payouts are calculated as a percentage of base salary earnings and vary depending on the sequence level of the position held and operating segment.

401k plan

Employees are eligible to participate in the company's 401k plan in which the first five percent contributions are company matched. ArcelorMittal will match two dollars for each dollar of the first one percent of contributions and one dollar for each dollar of the remaining four percent of contributions for new salaried hires on and after Jan. 1, 2003. Employees may contribute up to 50 percent of their eligible pay on a pre-tax, after-tax, or Roth after-tax basis in a range of investment options in addition to a brokerage account.

Employee discount programs

ArcelorMittal USA employees are provided with discounts by a number of companies including:

Daimler Chrysler
Dell Computers
Ford
General Motors
General Electric
Nissan
Verizon Wireless
Whirlpool

Tuition reimbursement

Company tuition reimbursement is available for approved graduate and undergraduate job-related programs.



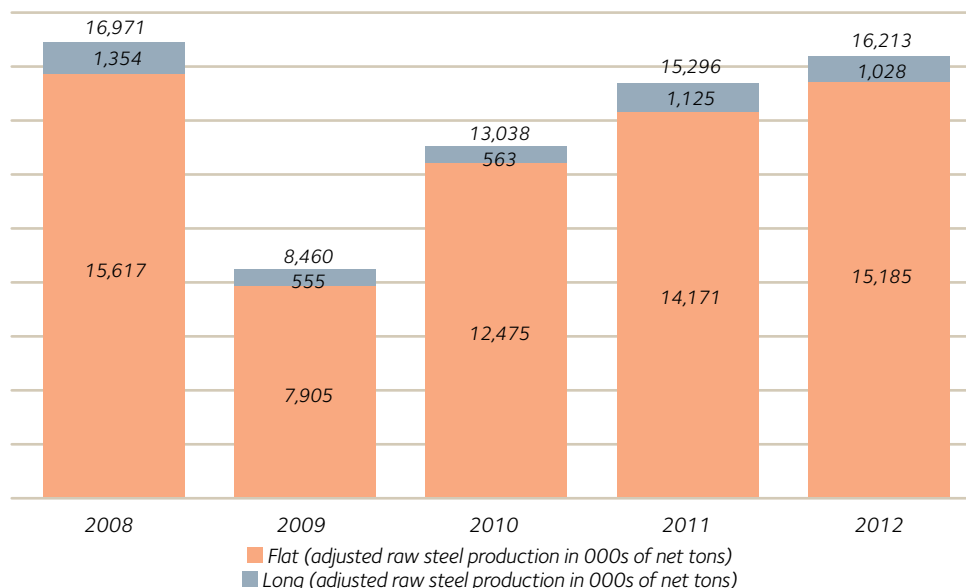
V. ArcelorMittal USA statistics

Through the assembly of both current and historical data, the following section provides a general snapshot of ArcelorMittal USA operations and cost structure. **Unless otherwise noted, the data in this section represents wholly-owned ArcelorMittal USA LLC facilities, minus Vinton and Piedmont. For a list of ArcelorMittal USA LLC facilities, see pages 14-15. All costs are shown using U.S. GAAP, Generally Accepted Accounting Principles.**

ArcelorMittal USA raw steel production - flat vs. long: 2008-2012

NOTE: 2008 data includes Sparrows Point.

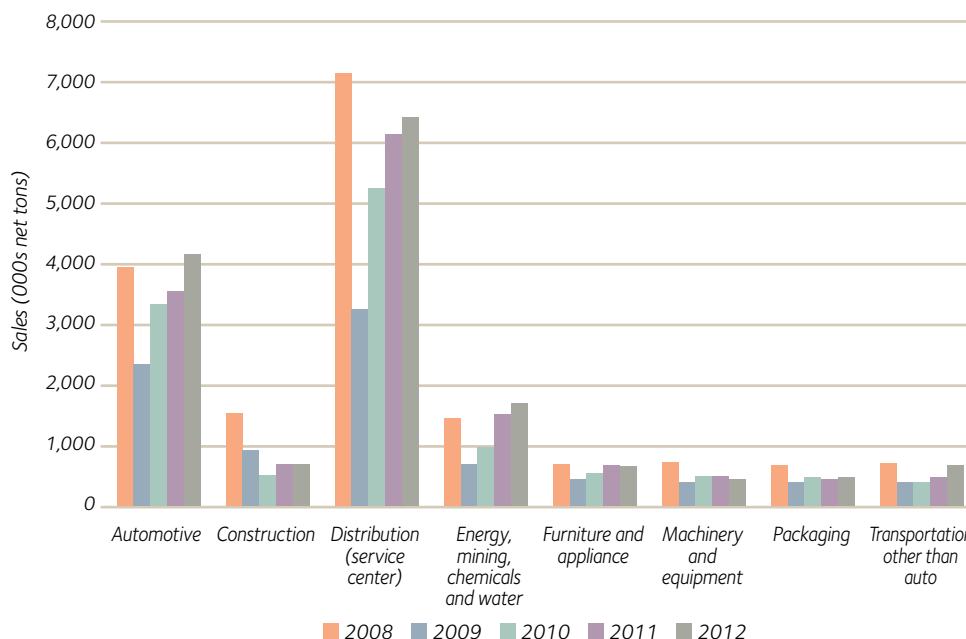
After a decrease in raw steel production of nearly 50 percent from 2008 to 2009, ArcelorMittal USA's raw steel production has experienced a slow and progressive recovery year over year. In 2012, ArcelorMittal USA produced more than 16.2 million tons of raw steel, with nearly 94 percent of production from flat operations, which are primarily integrated facilities.



ArcelorMittal USA sales by market segment: 2008-2012

NOTE: Represents wholly-owned ArcelorMittal USA LLC sites, including Vinton and Piedmont, plus Double G, I/N Tek and I/N Kote, and LaPlace.

The majority of ArcelorMittal USA's steel shipments serve the following three markets: service center/distribution, automotive and energy/mining/chemicals/water.



New technologies are providing additional opportunities.



In the years following the economic downturn, ArcelorMittal USA's capital expenditure rate has remained relatively strong despite challenges facing the industry. Since 2008, ArcelorMittal USA has invested an average of \$19.60 per ton of steel produced domestically to improve the overall capabilities of our U.S. facilities and to extend the life of the assets. In 2012, with a limited global budget aimed at repair and maintenance and franchise businesses including automotive and mining, ArcelorMittal USA focused our capex resources on sustainable investments to maintain core assets at priority facilities.

ArcelorMittal USA capital investments: 2008-2012

NOTE: 2008 data includes Sparrows Point.

Flat USA	2008	2009	2010	2011	2012
Raw steel production (000s of net tons)	15,617	7,905	12,475	14,171	15,185

Long USA	2008	2009	2010	2011	2012
Raw steel production (000s of net tons)	1,354	555	563	1,125	1,028

Total USA	2008	2009	2010	2011	2012
Raw steel production (000s of net tons)	16,971	8,460	13,038	15,296	16,213
Gross capex (US\$ millions)	\$452	\$126	\$273	\$339	\$207
US\$ invested/net ton of steel produced	\$27	\$15	\$21	\$22	\$13

Major capital improvement projects – completed or approved:

- Indiana Harbor West coilers
- Cleveland hot strip mill AHGC
- Burns Harbor steel shop upgrades
- Burns Harbor plate leveler
- Weirton CSM sleeve charge
- Indiana Harbor #7 flare capture
- Burns Harbor CHTL AHSS Upgrade
- Indiana Harbor #5 CGL direct ship
- Indiana Harbor bridge
- Indiana Harbor East liquid steel transfer
- Coatesville descale
- Major blast furnace repairs to Burns Harbor D, Cleveland C5 and Indiana Harbor 3 and 4
- Stove work at Burns Harbor C&D and Indiana Harbor #7
- Cleveland HDGL upgrades
- Warren coke battery upgrades



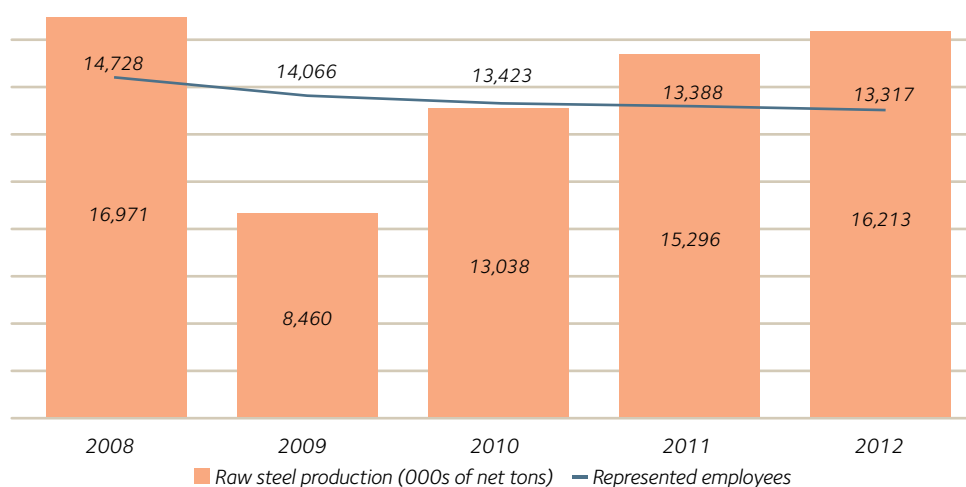
V. ArcelorMittal USA statistics (continued)

Raw steel production vs. represented employees: 2008-2012

NOTE: Represented employee data includes I/N Tek and I/N Kote.



The chart below traces ArcelorMittal USA's represented employment levels since 2008 as compared to raw steel production. While employment levels remained relatively flat, raw steel production varied based on market conditions.

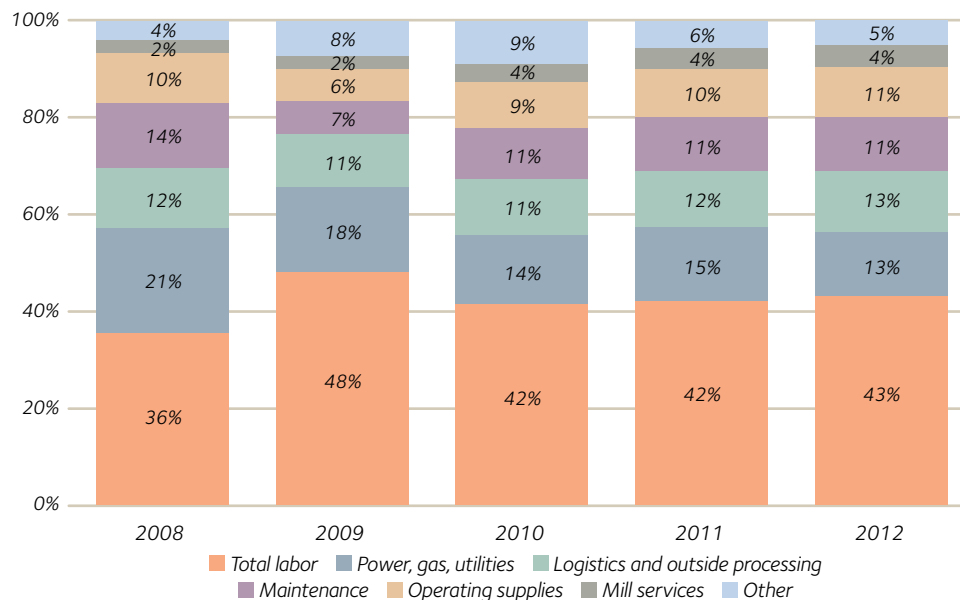


Components of conversion cost: 2008-2012

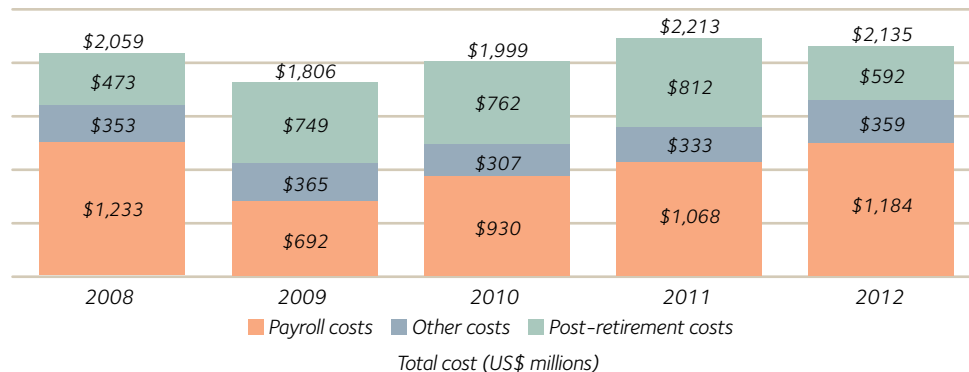
NOTES: "Total labor" equals both represented and non-represented employees.

Costs from non-wholly owned facilities (Double G Coatings, Hibbing, I/N Tek and I/N Kote) are included, but are not materially significant to any one category.

Conversion cost is the cost the company incurs to transform raw materials into finished steel products, minus the cost of raw materials. Repairs and maintenance, labor, energy use and logistics are examples of types of conversion costs. As shown in the chart below, labor accounts for the largest share of the total conversion cost of steel at 43 percent.



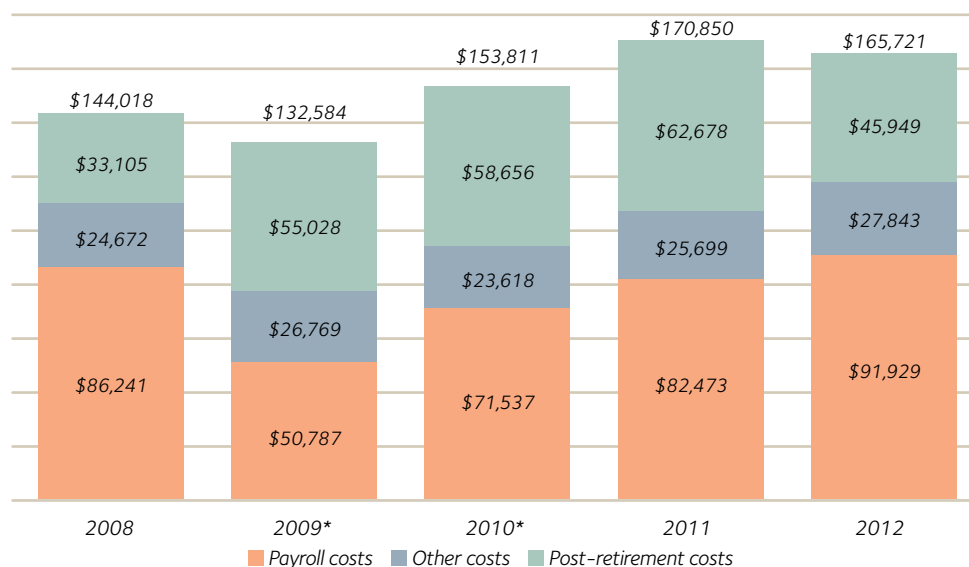
The chart below illustrates ArcelorMittal USA's total cost for our represented workforce from 2008 to 2012, including payroll, benefits and post-retirement costs. In 2012, total costs for represented workforce exceeded \$2.1 billion.



Total cost for represented workforce at ArcelorMittal USA: 2008-2012

NOTES: Historical labor costs reflect data for facilities that are now closed (Lackawanna and Hennepin). "Other costs" include payroll taxes, active health care, worker's compensation, sub pay and severance.

The chart below illustrates the average annual earnings of a represented employee at ArcelorMittal USA, highlighting annual pay, benefits and post-retirement. The 2012 average employment cost for a steelworker was approximately \$165,721.



Average annual employee cost per represented employee at ArcelorMittal USA: 2008-2012

NOTES: Historical labor costs reflect data for facilities that are now closed (Lackawanna and Hennepin). "Other costs" include payroll taxes, active health care, worker's compensation, sub pay and severance.

* The years 2009 and 2010 were impacted downwardly by layoffs necessary during the economic downturn. The payroll costs shown are based on the average payroll cost for both working and laid off employees.

The 2012 average employment cost for a steelworker was approximately \$165,721.

V. ArcelorMittal USA statistics (continued)

Average labor cost per worked hour to ArcelorMittal USA: 2008-2012

NOTES: Historical labor costs reflect data for facilities that are now closed (Lackawanna and Hennepin). "Other costs" include payroll taxes, active health care, worker's compensation, sub pay and severance.

The labor cost reduction indicated in this chart coincides with the overall decline in workforce numbers, but is not representative of the increasing retirement costs per employee.

The chart below illustrates the average cost per worked hour to the company per active represented employee from 2008 to 2012. In 2012, the average cost of a represented employee to ArcelorMittal USA was \$75.03 per hour worked, including payroll, benefits and post-retirement costs. According to 2012 data from the Department of Labor's Bureau of Labor Statistics, the average manufacturing worker earns \$33.52 per hour, including benefits and social insurance programs.



ArcelorMittal USA wage increases vs. benchmarks

Source: U.S. Department of Labor (Manufacturing) and consumer price index for urban wage earners and clerical workers (CPI-W).

NOTES: Lump sums not factored. Period 2003-2008 includes legacy companies ISG and Ispat Inland.

Wage increases at ArcelorMittal USA have been in line with, or run substantially ahead of, manufacturing sector wage increases and cost of living increases over the last decade. From 2009 to 2013, despite the challenges facing the industry and company, ArcelorMittal USA's average wage increase of 2.8 percent exceeds manufacturing increases (2.1 percent) and the consumer price index for urban wage earners and clerical workers, or CPI-W (1.7 percent).

Average wage increases			
Period	ArcelorMittal USA	Manufacturing	Consumer Price Index-W
2003-2008	2.9%	2.8%	3.1%
2009-2013	2.8%	2.1%	1.7%

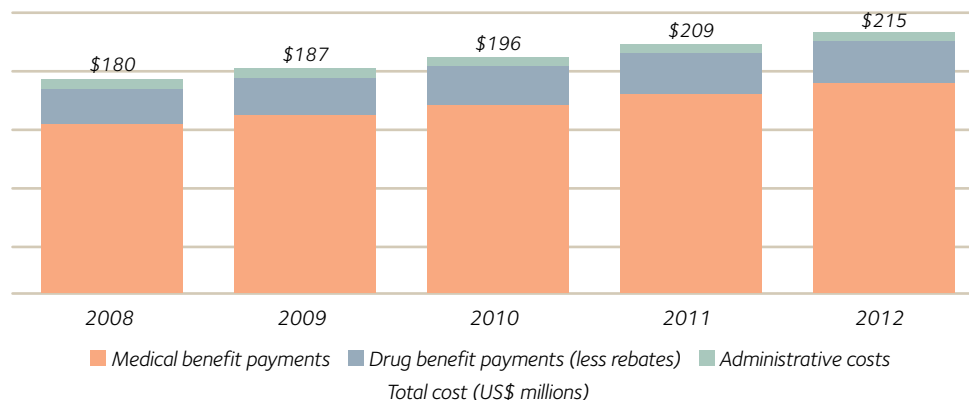


ArcelorMittal USA paid a total of \$215 million in medical costs for active represented employees in 2012. Despite a decline in the number of employees, the cost of medical coverage has increased by nearly 20 percent since 2008, with an average yearly increase of 4.6 percent.

Total medical costs for active, represented employees: 2008-2012

Source: 2012 Trion Group

NOTE: Data includes I/N Tek and I/N Kote.



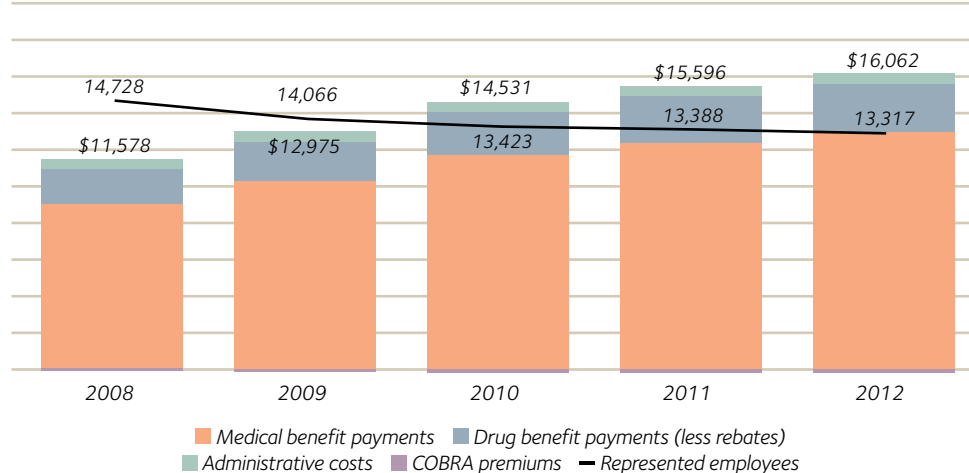
Medical costs per employee increase as our workforce ages.

The per capita cost of medical coverage to ArcelorMittal USA for active represented employees has increased 39 percent since 2008 with an average annual increase of 8.5 percent. Meanwhile, employment has gradually decreased year over year.

Medical costs per capita: 2008-2012

Source: 2012 Trion Group

NOTE: Data includes I/N Tek and I/N Kote.



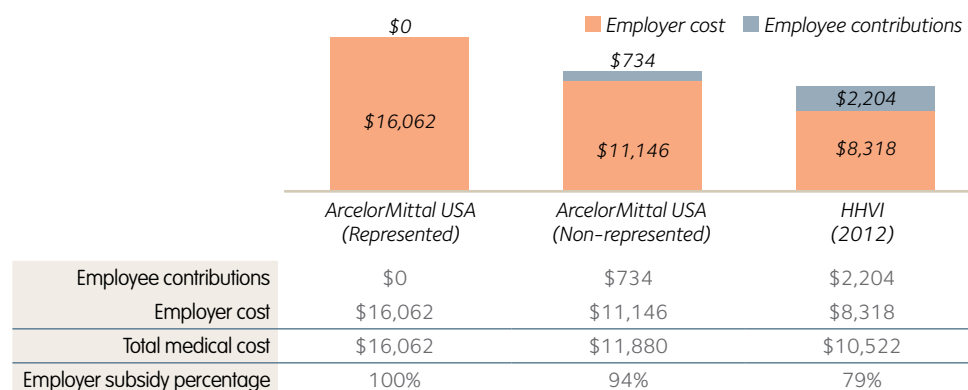
V. ArcelorMittal USA statistics (continued)

2012 Average annual medical costs per represented employee vs. national benchmark

Source: Aon Hewitt Health Values Initiative (HHVI) database

ArcelorMittal USA's medical costs per represented employee are nearly double the national benchmark.

ArcelorMittal USA's medical costs per represented employee are nearly double the costs of our peers in the Aon Hewitt Health Value Initiative (HHVI) database. Additionally, ArcelorMittal USA's represented employees do not contribute to the medical benefits package. The comparative data below is derived from the HHVI database, which captures medical costs and benefit data for 466 large U.S. employers representing 14.9 million participants, more than 1,200 plans and \$63.1 billion in 2012 health care spending.



ArcelorMittal USA employee benefits vs. national benchmark

NOTES: Survey data based on 2012 National Survey of Employer-Sponsored Health Plans: A Special Report for Large Manufacturing Employers (MERCER, MARSH & McLENNAN Companies). Survey data reflects manufacturing 500+ employees employer groups and median measures for medical and average copayments for prescription drug.

The following two charts provide a detailed look at ArcelorMittal USA's medical benefits plan and employee out-of-pocket costs as compared to national benchmarks. Active, represented employees of ArcelorMittal USA enjoy a superior plan as compared to other manufacturers.

In-network benefits	National benchmark (PPO/POS) manufacturing: median		ArcelorMittal USA*	
Annual deductible	\$400/\$1,000		\$0/\$0	
Out of pocket maximum	\$2,000/\$4,500		\$1,000/\$2,000	
Coinsurance	80%		90%	
Emergency room copay	\$100		\$50, waived if admitted	
Non-preventative doctor visits	\$20 copay		\$15 copay	
Specialist doctor visits	52% require higher copay. Average copay is \$40.		\$15 copay	
Prescriptions	Retail	Mail order (90 days)	Retail	Mail order (90 days)
	\$11	\$22	\$10	\$20
	\$31	\$61	\$20	\$40
	\$51	\$104	\$30	\$60

* The ArcelorMittal USA data represents the majority of employees, which are part of the ISG Highmark/Caremark plan. Some employees from the former Ispat Inland Company participate in a slightly different, yet comparable benefits package.



Percent of medical costs paid by employee out of pocket (excludes Rx)		
	ArcelorMittal USA (active/retiree)*	Mercer Survey - Manufacturing
2010	5.5%	15.0%
2011	4.8%	15.0%
2012	4.6%	15.5%

Percent of prescription drug costs paid by employee out of pocket (excludes medical)			
	ArcelorMittal USA (active/retiree)*	Caremark Book of Business	Caremark Book of Business Industry
2010	14.5%	18.5%	15.3%
2011	13.4%	17.7%	14.8%
2012	13.8%	18.3%	16.8%

ArcelorMittal USA employee out of pocket costs vs. benchmark

NOTE: Retiree/COBA contributions are excluded from this analysis.

* The ArcelorMittal USA data represents the majority of our employees which are part of the ISG wage plan. Some employees from the former Ispat Inland Company participate in a slightly different, yet competitive benefits package.

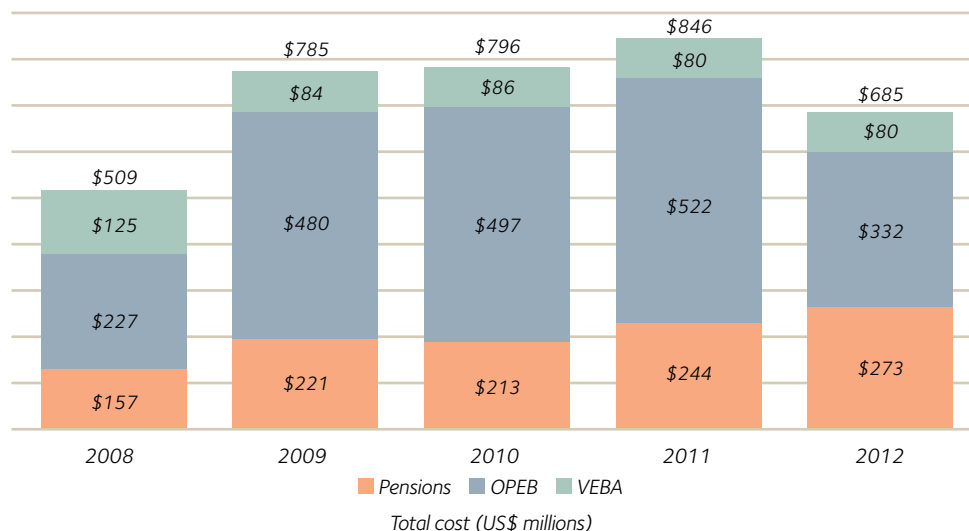
Like many businesses in the U.S., ArcelorMittal funds its retiree benefit obligations in accordance with minimum legal requirements. This gives the company flexibility to invest in its business operations. High rates of natural attrition due to the company's aging workforce, competitive forces, government regulations and market realities make retirement obligations part of today's challenge.

ArcelorMittal USA post-retirement expenses: 2008-2012

NOTES: Includes both represented and non-represented employees.

OPEB = other post-employment benefits

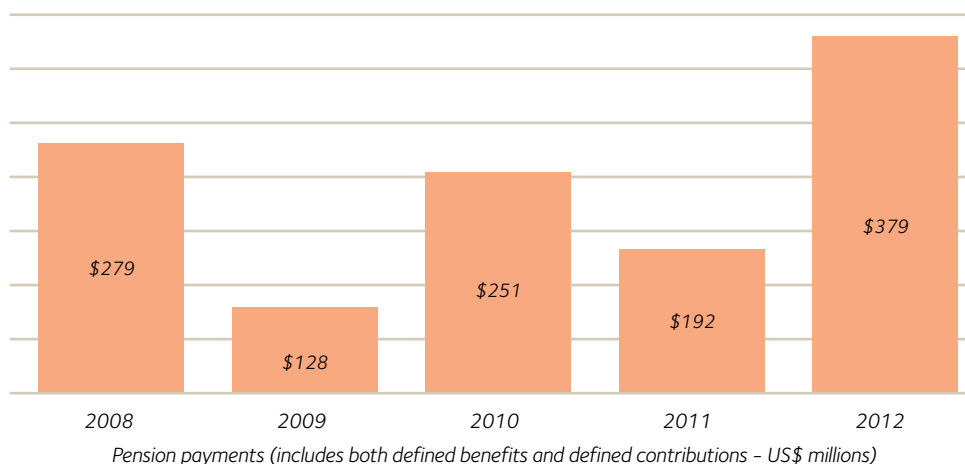
VEBA = voluntary employees' beneficiary association



V. ArcelorMittal USA statistics (continued)

ArcelorMittal USA pension funding payments: 2008-2012

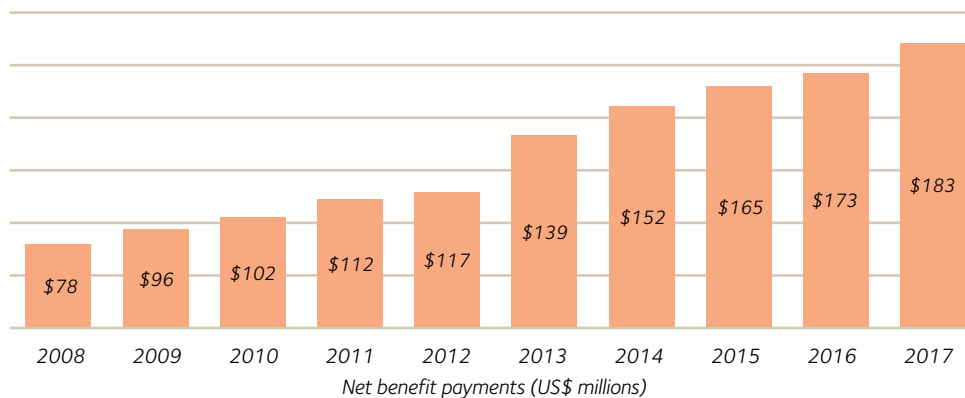
NOTES: Includes both represented and non-represented employees. Data also includes Hibbing, payments to Steelworkers Pension Trust, and employer's share of 401(k) contributions.



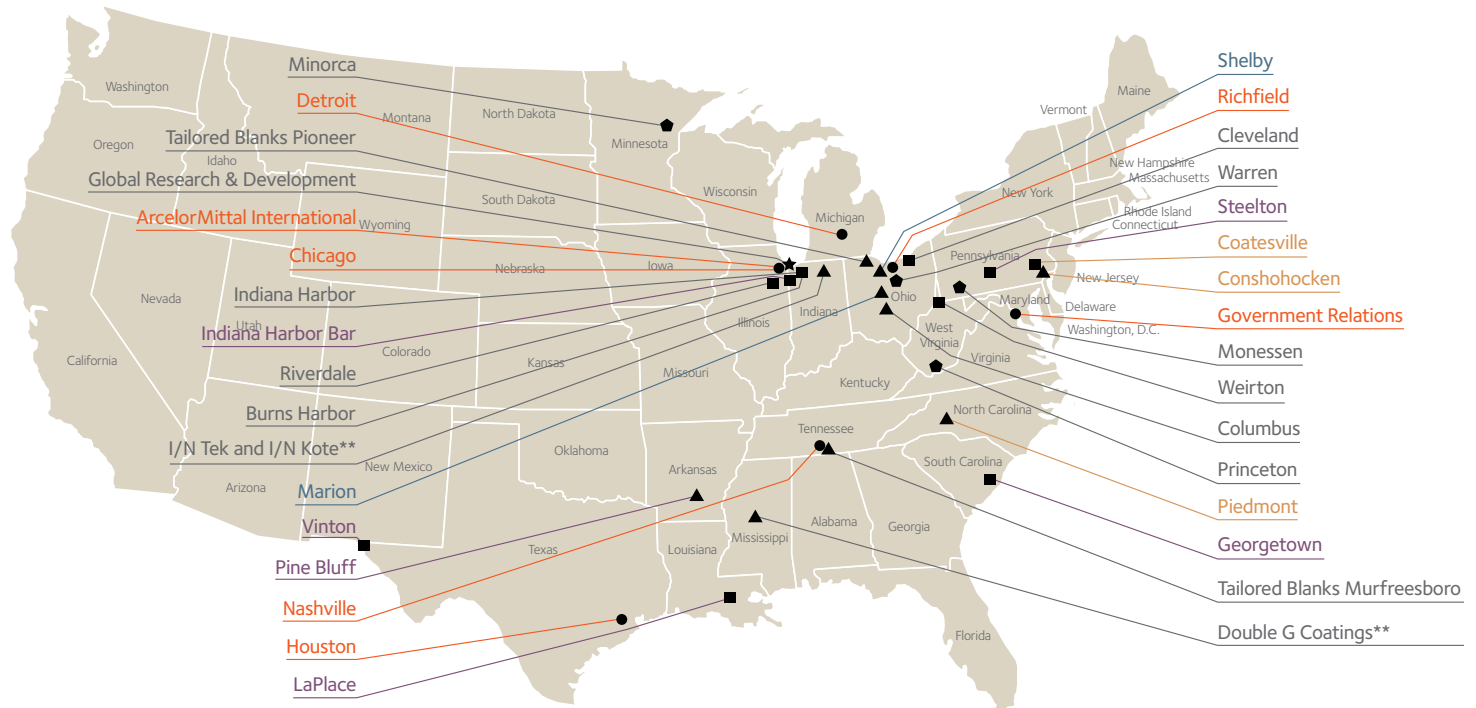
ArcelorMittal USA OPEB/retiree health care benefit payments: 2008-2017

Source: 12/31/12 audited financial statement for ArcelorMittal USA LLC

NOTES: Excludes the VEBA benefits. 2013-2017 are based on actuarial projections.



VI. Map of ArcelorMittal USA locations



* Above is a partial listing of all ArcelorMittal wholly-owned subsidiary locations within the United States, with some pending name change approval.

** Joint venture

Corporate
Flat carbon
Long carbon
Plate
Tubular

- ◆ Coke production or mining operation
- Steelmaking and processing facilities
- ▲ Processing facilities/Distribution solutions
- Corporate Office/Sales
- ★ Research/Technical Center



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