

GUIDE TO COMPLETING THE PROOF OF CLAIM FORM

This Guide has been prepared to assist Claimants in filling out the Proof of Claim form with respect to the U. S. Steel Canada Inc. (the "Applicant" or "USSC"). If you have any additional questions regarding completion of the Proof of Claim form, please consult the Monitor's website at www.ey.com/ca/ussc or contact the Monitor, whose contact information is shown below.

The Proof of Claim form should be used only to assert Claims against USSC pursuant to the Claims Process Order issued by the Court on November 13, 2014 (the "Claims Process Order"). Unless and until otherwise ordered by the Court, you should not file the Proof of Claim form in respect of any Excluded Claims under the Claims Process Order, which include:

- (i) any Claims entitled to the benefit of an existing or future charge ordered by the Court;
- (ii) any Claims of the Subsidiaries against the Applicant;
- (iii) any Employee Claims;
- (iv) any OPEB Claims or Pension Claims;
- (v) any grievances under any collective bargaining agreement to which the Applicant is a party;
- (vi) any Director and Office Indemnity Claim; and
- (vii) any Claims by a Governmental Authority relating to or dealing in whole or in part with the investigation, protection, conservation, remediation or management of the natural environment.

Definitions of "Employee Claims", "OPEB Claims" and "Pension Claims" are included in an Appendix to this Guide for your convenience. Please refer to the Claims Process Order for the meanings of any other terms not defined herein.

Additional copies of the Proof of Claim form may be found at the Monitor's website address noted above.

Please note that this is a guide only, and that in the event of any inconsistency between the terms of this guide and the terms of the Claims Process Order, the terms of the Claims Process Order will govern.

Section 1 – Name of Company:

- Do not alter this section. This Proof of Claim form can only be used to assert a Claim against U.S. Steel Canada Inc.

Section 2 – Original Creditor

- A separate Proof of Claim form must be filed by each legal entity or person asserting a claim against USSC.

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- The full legal name of the Creditor must be provided.
- If the Creditor operates under a different name, or names, please indicate this in a separate schedule in the supporting documentation.
- If the Claim has been assigned or transferred to another party, Section 3 must also be completed.
- Unless the Claim is assigned or transferred, all future correspondence, notices, etc. regarding the Claim will be directed to the address and contact indicated in this section.

Section 3 – Assignee

- If the Creditor has assigned or otherwise transferred its Claim, then Section 3 must be completed.
- The full legal name of the Assignee must be provided.
- If the Assignee operates under a different name, or names, please indicate this in a separate schedule in the supporting documentation.
- If the Monitor is satisfied an assignment or transfer has occurred, all future correspondence, notices, etc. regarding the Claim will be directed to the Assignee at the address and contact indicated in this section.

Section 4 – Amount of Claim of Creditor against USSC

- Indicate the amount USSC was, and still is indebted to the Creditor

Currency, Original Currency Amount

- The amount of the Claim must be provided in the currency in which it arose. If no currency is indicated, the Claim will be presumed to be in Canadian dollars.
- Indicate the appropriate currency in the Currency column.
- If the Claim is denominated in multiple currencies, use a separate line to indicate the Claim amount in each such currency. If there are insufficient lines to record these amounts, attach a separate schedule indicating the required information.
- Claims denominated in a currency other than Canadian dollars will be converted into Canadian dollars by the Monitor as described in the Claim Procedure Order.

Secured

- Check the Secured box ONLY if the Claim recorded on that line is secured. Do not check this box if your Claim is unsecured
- If the value of the collateral securing your Claim is less than the amount of your Claim, enter the shortfall portion on a separate line as an unsecured claim
- Evidence supporting the security you hold must be submitted with the Proof of Claim form. Provide full particulars of the nature of the security, including the date on which the security was given and the value you attribute to the collateral securing your Claim. Attach a copy of all related security documents.

Restructuring Claim

- A Restructuring Claim means any right or claim of any Person that may be asserted or made in whole or in part against the Applicant, whether or not asserted or made, in connection with any indebtedness, liability or obligation of any kind arising out of the restructuring, termination, repudiation or disclaimer of any lease, contract, or other arrangement, or agreement or obligation (whether oral or written) on or after

September 16, 2014 (the "Filing Date") and, any amending agreement related thereto in existence as at the Filing Date, whether such restructuring, termination, repudiation or disclaimer took place or takes place before or after the date of the Claims Process Order.

Section 5 – Documentation

- Attach to the claim form all particulars of the Claim and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Claim, name of any guarantor which has guaranteed the Claim and amount of invoices, particulars of all credits, discounts, etc. claimed, description of the security, if any, granted by USSC to the Creditor and estimated value of such security, and particulars of any restructuring claim.

Section 6 – Certification

- The person signing the Proof of Claim form should
 - Be the Creditor, or authorized Representative (for example, a signing officer of a corporation, where that corporation is the Creditor) of the Creditor.
 - Have knowledge of all the circumstances connected with this Claim.
- By signing and submitting the Proof of Claim, the Creditor is asserting the claim against USSC.

Section 7 – Filing of Claim

- The Proof of Claim **must be received** by the Monitor by no later than 5:00 p.m. (prevailing time in Toronto, Ontario, Canada) on December 22, 2014. Proofs of Claim should be sent by prepaid registered mail, courier, personal delivery or electronic or digital transmission to the following address:

Ernst & Young Inc.
Court-appointed Monitor of
U. S. Steel Canada Inc.
222 Bay Street, P.O. Box 251
Toronto, Ontario
Canada M5K 1J7

Attention: Mr. David Saldanha
Telephone: 1-844-941-7764
E-mail: ussc.monitor@ca.ey.com
Fax: 1-416-943-2887

Failure to file your Proof of Claim so that it is received by the Monitor by 5:00 p.m. (prevailing time in Toronto, Ontario, Canada) on December 22, 2014 will result in your Claim being barred and you will be prevented from making or enforcing a Claim against USSC (other than in respect of Excluded Claims). In addition, you shall not be entitled to further notice in and shall not be entitled to participate as a

creditor in these proceedings in respect of your Claims (other than in respect of Excluded Claims).

APPENDIX

Certain Definitions from Claims Process Order

“Employee Claim” means a Claim of a current or former employee of the Applicant (whether brought by such current or former employee or by the union or Representative Counsel on his or her behalf) as at the Filing Date and his or her dependents, heirs, administrators or assigns relating to the employment of such employee or former employment of such former employee, including but not limited to a Claim in respect of outstanding wages, salaries, benefits (including but not limited to employee medical, dental, disability, life insurance and similar benefit plans or arrangements and employee assistance programs), incentive plans, share compensation plans, vacation pay, commissions, bonuses and other incentive payments, pre-retirement leaves or benefits, termination and severance payments, salary continuation and employee expenses and reimbursements, in each case incurred in the ordinary course of business and consistent with existing compensation policies and arrangements.

“OPEB Claims” means a Claim of any current or former employee of the Applicant (whether brought by such current or former employee or by the union or Representative Counsel on his or her behalf) as at Filing Date and his or her dependents, heirs, administrators or assigns in respect of non-pension post-employment benefits, including group medical, life and dental benefits, provided by the Applicant to certain former employees and their dependants;

“Pension Claims” means a Claim of any Person in respect of pension, retirement or other benefits in respect of the following retirement plans:

- (i) the U. S. Steel Canada Inc. Retirement Plan for Salaried Employees at Hamilton Works (FSCO Registration No. 0338509);
- (ii) the U. S. Steel Canada Inc. Retirement Plan for Salaried Employees at the Former Welland Pipe Ltd. (FSCO Registration No. 1017185);
- (iii) the U. S. Steel Canada Inc. Retirement Plan for CAW-Canada Local 523 Employees at the Former Stelpipe Ltd. (FSCO Registration No. 1018860);
- (iv) the U. S. Steel Canada Inc. Retirement Plan for Salaried Employees of the Former Stelpipe Ltd. (FSCO Registration No. 1017177);
- (v) the U. S. Steel Canada Inc. Retirement Plan for Employees at the Pickle Line Department of Lake Erie Works (FSCO Registration No. 1206457);
- (vi) the U. S. Steel Canada Inc. Retirement Plan for Salaried Employees at Lake Erie Works (FSCO Registration No.0698753);
- (vii) the U. S. Steel Canada Inc. Retirement Plan for USW Local 8782 Members at Lake Erie Works (FSCO Registration No. 0698761);
- (viii) the U. S. Steel Canada Inc. Retirement Plan for USW Local 1005 Members at Hamilton Works (FSCO Registration No. 0354878);

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- (ix) the Stelco Inc. Retirement Plan for Mark C. Steinman (FSCO Registration No. 1056738);
- (x) the Group Retirement Savings Plan of U. S. Steel Canada Inc., sponsored by the Applicant;
- (xi) non-registered supplemental individual “retirement benefit contracts” or “retiring allowances” provided by the Applicant;
- (xii) the Group Retirement Savings Plan for Local 1005 United Steelworkers of America contributed to by the Applicant;
- (xiii) the Group Retirement Savings Plan for Lake Erie Works Local 8782 United Steelworkers of America contributed to by the Applicant; and
- (xiv) the Group Retirement Savings Plan for Pickle Line Local 8782 United Steelworkers of America contributed to by the Applicant,

which for greater certainty, includes (i) any Claims of an administrator or sponsor of the plans described above in respect of any contributions, obligations, deficits or deficiencies relating to such plans; and (ii) any Claims of Her Majesty the Queen in Right of Ontario, the Government of Ontario (including its Ministries, administrative bodies and regulatory bodies), the Superintendent of Financial Services (Ontario) (the “**Superintendent**”) or the Superintendent in his capacity as administrator of the Pension Benefits Guarantee Fund any of which relate in any way to any pension, retirement or other benefits or any contributions, obligations, deficits or deficiencies in connection with any such plans.