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

FORM 10-Q

(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For th

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PART II - OTHER INFORMATION

Item 1. (. (. (.

Long-term receivables fr

Repayment of long-term debt	(1)	-
Settlement with Marathon	(54)	-
Common stock issued	19	-
Dividends paid	(4)	(24)
Net cash used in financing activities	(40)	(250)
EFFECT OF EXCHANGE RATE CHANGES ON CASH	1	(1)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(90)	(39)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	147	219
CASH AND CASH EQUIVALENTS AT END OF PERIOD	$57	$180

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Cash provided from (used in) operating activities included:

Interest and other financial costs paid (net of amount capitalized)	$(51)	$(69)
Income taxes refun˚M======		

December 31, 2001, and the statements of operations and cash flows for the quarter ended March 31, 2002, represent U. S. Steel's financial results on a stand-alone basis, while the statements of operations and cash flows for the quarter ended March 31, 2001, represent a carve-out presentation of the businesses comprising U. S. Steel and are not intended to be a complete presentation of the financial results or cash flows of U. S. Steel on a stand-alone basis. The statement of operations for the first quarter of 2001 contains certain transactions related to interest and other financial costs that were attributed to U. S. Steel by Marathon based on U. S. Steel's cash flows and its capital structure.

Corporate general and administrative costs were allocated to U. S. Steel during the first quarter of 2001 based upon utilization or other methods that management believed to be reasonable and which considered certain measures of business activities, such as employment, investments and revenues. Income taxes were allocated to U. S. Steel during the first quarter of 2001 in accordance with Marathon's tax allocation policy. In general, such policy provided that the consolidated provision and related tax payments or refunds be allocated based principally upon the financial income, taxable income, credits, preferences and other amounts directly related to U. S. Steel.

Effective January 1, 2002, net pension and other postretirement costs
associated with active employees at our operating locations are reflected in cost of revenues. Net pension credits and other postretirement costs associated with corporate headquarters personnel and all retirees are reflected in selling, general and ambased on sel

Steel established a new internal reporting structure, which resulted in a
change in reportable segments. In addition, U. S. Steel has revised the
presentation Qo

At March 31, 2002, USSK had no borrowings against its $10 million

Certain of these matters are discussed below. The ultimate resolution of these contingencies could, individually or in the aggregate, be material to U. S. Steel's financial statements. However, management believes that U. S. Steel will remain a viable and competitive enterprise even though it is possible that these contingencies could be resolved unfavorably. See discussion of Liquidity in Management's Discussion and Analysis of Financial Condition and Results of Operations.

U. S. Steel is subject to federal, state, local and foreign laws and regulations relating to the environment. These laws generally provide for control of pollutants released into the environment and require responsible parties to undertake remediation of hazardous waste disposal sites. Penalties may be imposed for noncompliance. At March 31, 2002, and December 31, 2001, accrued liabilities for remediation totaled $135 million and $138 million, respectively. It is not presently possible to estimate the ultimate amount of all remediation costs that might be incurred or the penalties that may be imposed.

13. (Continued)

For a number of years, U. S. Steel has made substantial capital expenditures to bring existing facilities into compliance with various laws relating to the environment. In the first quarter of 2002 and the first quarter of 2001 and for the years 2001 and 2000, such capital expenditures totaled $4 million, $1 million, $15 million and $18 million, respectively. U. S. Steel anticipates making additional such expenditures in the future; however, the exact amounts and timing of such expenditures are uncertain because of the continuing evolution of specific regulatory requirements.

Guarantees of the liabilities of unconsolidated entities of U. S. Steel totaled $32 million at March 31, 2002. In the event that any defaults of guaranteed liabilities occur, U. S. Steel has access to its interest in the assets of the investees to reduce potential losses resulting from these guarantees. As of March 31, 2002, the largest guarantee for a single affiliate was $23 million.

U. S. Steel is contingently liable for debt and other obligations of Marathon in the amount of approximately $344 million at March 31, 2002, compared to $359 million at December 31, 2001. Marathon is not limited by agreement with U. S. Steel as to the amount of indebtedness that it may incur. In the event of the bankruptcy of Marathon, these obligations for which U. S. Steel is contingently liable, as well as obligations for industrial development and environmental liabilities and notes that were assumed by U. S. Steel from Marathon, may be declared immediately due and pays nd eestes that

of the present value of obligations related to a multiemployer health care benefit plan created by the Coal Industry Retiree Health Benefit Act of 1992, which were broadly estimated to be $76 million at March 31, 2002. The sale is expected to be completed in the second quarter of 2002.

15. On April 26, 2002, U. S. Steel announced that it would sell 8 million shares of its common stock in a public offering. In addition, the Company anticipates that it will grant the underwriters a customary over allotment option of up to 1.2 million additional shares. The offering is expected to be completed in the second quarter of 2002.

16. On April 30, 2002, the FASB issued SFAS No. 145, "Rescission of FASB Statements No. 4, 44, and 64, Amendment of FASB Statement No. 13, and Technical Corrections." SFAS No. 145 rescinds SFAS No. 4, "Reporting Gains and Losses from Extinguishment of Debt," which required all gains and losses from extinguishment of debt to be aggregated and, if mate ,˚and

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Effective with the first quarter of 2002,th -----Hir H H

Tubular	2	25
USSK	(1)	41
Total loss from reportable segments	(70)	(70)
Other Businesses:		
Coal, Coke and Iron Ore	(16)	(35)
Straightline	(7)	-
All other	12	8
Loss from operations before special items	(81)	(97)
Special Items:		
Costs related to Fairless shutdown	(1)	-
Insurance recoveries related to USS-POSCO fire	12	-
Reversal of litigation accrual	9	-
Gain on Transtar reorganization	-	70
Asset impairments - receivables	-	(74)
Total loss from operations	$(61)	$(101)

Segment loss for Flat-rolled

Segment loss for Flat-rolled was $71 million in the first quarter of 2002, compared with a loss of $136 million in the first quarter of 2001. The decreased loss is primarily due to lower energy costs, lower costs per ton from improved operating efficiencies and higher flat-rolled shipments, partially offset by lower average realized flat-rolled steel prices.

Segment income for Tu[illegible]

The credit for income taxes in the first quarter 2002 was $12 million compared with $98 million in the first quarter of 2001. The credit for income taxes in the first quarter of 2002 reflected a tax benefit for pretax losses at the estimated annual effective tax rate of approximately 13 percent. As a result of Slovak Republic laws regarding tax credits and management's intention to permanently reinvest earnings in foreign operations, virtually no income tax provision is recorded for USSK income. In the first quarter of 2001, effective tax rates were applied to U. S. Steel's domestic and foreign operations separately. As a result, the credit for income taxes reflected an estimated annual effective tax rate of approximately 30 percent for U. S. Steel's domestic operations, and virtually no tax provision for USSK income. The tax credit in the first quarter of 2001 also included a $33 million deferred tax benefit associated with the Transtar reorganization and an unfavorable adjustment of $15 million primarily related to the settlement of prior years' taxes.

Net income decreased $92 million in the first quarter of 2002, compared to the same period in 2001, primarily reflecting the factors discussed above.

Operating Statistics

Flat-rolled shipments of 2.3 million tons for the first quarter of 2002 increased about 9 percent from the first quarter 2001 and 15 percent from the fourth quarter of 2001. Tubular shipments of 188,000 tons for the first quarter of 2002 decreased about 36 percent from the same period in 2001 and improved approximately 5 percent from the fourth quarter of 2001. At USSK, first quarter 2002 shipments of 756,000 tons were about the same as in the first quarter of 2001 and down approximately 13 percent from the fourth quarter of 2001.

Raw steel capability utilization for domestic facilities and USSK in the first quarter of 2002 averaged 92.1 percent and 74.4 percent, respectively, compared with 83.1 percent and 77.2 percent in the first quarter of 2001 and 67.0 percent and 66.4 percent in the fourth quarter of 2001.

Balance Sheet

Cash and Cash Equivalents at March 31, 2002 decreased $90 million from year-end 2001 primarily due to capital expenditures and payment of a $54 million cash settlement in accordance with the terms of the Separation, partially offset by cash generated from common stock issued and from operating activities, which included $200 million from the sale of accounts receivable under the Receivables Purchase Agreement.

Cash Flow

Net cash provided from operating activities decreased $231 million in the first quarter of 2002, compared with the first quarter of 2001. The decrease was due primarily to less favorable working capital changes and a net loss of $83 million in the first quarter of 2002 versus net income of $9 million in the first quarter of 2001. Working capital changes in the first quarter of 2002 were an unfavorable $104 million excluding the receipt of $200 million in cash for the sale of accounts receivable under the Receivables Purchase Agreement. This was primarily caused by increased production and sales levels, particularly in the latter half of the first quarter of 2002, which resulted in increases in receivables, inventory, and payables. Working capital changes in the 2001 period included the effects of a favorable income tax settlement of $364 million with Marathon arising from tax benefits generated by U. S. Steel in 2000, partially offset by the unfavorable impact of accruals in the first quarter of 2001 for income tax benefits relating to 2001. Working capital changes in 2001 also reflect the impacts of an increase in the allowance for doubtful accounts due to the impairment of receivables from Republic.

Capital expenditures in the first quarter of 2002 were $56 million, compared with $37 million in the same period in 2001. The increase was primarily due to the new Quench and Temper Line project at Lorain Tubular and various projects at USSK, including the upgrade of the No. 1 Pushing Furnace, the Vacuum Degassing Facility, and the Sinter Plant Dedusting project.

Contract commitments for capital expenditures at March 31, 2002, totaled $90 million, compared with $84 million at December 31, 2001.

Net change in attributed portion of Marathon consolidated debt and other financial obligations reflects a decrease of $226 million in the first quarter of 2001 in the amount of debt and other financial obligations attributed to U. S. Steel by Marathon. Prior to the Separation, debt and certain other financial obligations that were centrally managed by Marathon were attributed to

the overall U.S. financial climate, and, in particular, with respect to borrowings, the levels of U. S. Steel's outstanding debt and credit ratings by rating agencies.

Environmental Matters, Litigation and Contingencies

U. S. Steel has incurred and will continue to incur substantial capital, operating and maintenance, and remediation expenditures as a result of environmental laws and regulations. In recent years, these expenditures have been mainly for process changes in order to meet Clean Air Act obligations, although ongoing compliance costs have also been significant. To the extent these expenditures, as with all costs, are not ultimately reflected in the prices of U. S. Steel's products and services, operating results will be adversely affected. U. S. Steel believes that all of its domestic competitors are subject to similar environmental laws and regulations. However, the specific impact on each competitor may vary depending on a number of factors, including the age and location of its operating facilities, production processes and the specific products and services it provides. To the extent that competitors are not required to undertake equivalent costs in their operations, the competitive position of U. S. Steel could be adversely affected.

USSK is subject to the laws of the Slovak Republic. The environmental laws of the Slovak Republic generally follow the requirements of the European Union, which are comparable to domestic standards. USSK has also entered into an agreement with the Slovak government to bring, over time, its facilities into European Union environmental compliance.

In addition, U. S. Steel expects to incur capital and operating expenditures to meet environmental standards under the Slovak Republic's environmental laws for its USSK operation.

U. S. Steel has been notified that it is a potentially responsible party ("PRP") at 20 waste sites under the Comprehensive Environmental Response, Compensation and Liability Act ("CERCLA") as of March 31, 2002. In addition, there are 13 sites related to U. S. Steel where it has received information requests or other indications that it may be a PRP under CERCLA but where sufficient information is not presently available to confirm the existence of liability or make any judgment as to the amount thereof. There are also 35 additional sites related to U. S. Steel where remediation is being sought under other environmental statutes, both federal and state, or where private parties are seeking remediation through discussions or litigation. At many of these sites, U. S. Steel is one of a number of parties involved and the total cost of remediation, as well as U. S. Steel's share thereof, is frequently dependent upon the outcome of investigations and remedial studies. U. S. Steel accrues for environmental remediation activities when the responsibility to remediate is probable and the amount of associated costs is reasonably determinable. As environmental remediation matters proceed toward ultimate resolution or as
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UNITED STATES STEEL CORPORATION
MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS

In its retiree medical estimates of escalation, U. S. Steel projects an aggregate 8.0% initial trend rate in 2002 that gradually reduces each year to an ultimate trend rate of 5% in the year 2008. This was increased from a 7.5% initial trend rate assumed for 2001. The 8.0% rate reflects a weighting of various escalation rates on different components of the plan, with some rates as high as 15%, after taking into consideration the demographics of the affected populations and the different utilization patterns of medicare versus pre-medicare retirees.

U. S. Steel has publicly stated that it is willing to participate in consolidation of the domestic steel industry if it would be beneficial to our shareholders, creditors, customers and employees. A number of important conditions must occur to facilitate such consolidation including implementation of President Bush's three-part program to address worldwide overcapacity, relief from the burden of costs related to retiree obligations of other domestic steel companies and a new progressive labor agreement. On March 5, 2002, President Bush announced a Section 201 trade remedy. In addition, U. S. Steel may make additional investments in Central Europe to grow our business and to better serve our customers who are seeking worldwide supply arrangements.

U. S. Steel has responded to domestic competition resulting from excess steel industry capability by eliminating less efficient facilities, modernizing those that remain and entering into joint ventures, all with the objective of focusing production on higher value-added products, where superior quality and special characteristics are of critical importance. Our business strategy is to maximize our investment in high-end finishing assets and to minimize or redeploy our investment in domestic raw materials and hot-ends.

On March 8, 2002, USSK announced that it had entered into a conversion and tolling agreement and a facility management agreement with Sartid, a.d. (Sartid), an integrated steel company with facilities located in Smederevo and Sabac in the Republic of Serbia. The tolling agreement provides for the conversion of slabs into hot-rolled bands and cold-rolled full hard into tin-coated products. USSK will retain ownership of these materials and will market the hot-rolled bands and finished tin products in its own distribution system. The facility management agreement permits USSK, or an affiliated company, to have management oversight of Sartid's tin processing facilities at Sabac. In addition, USSK, the Government of the Republic of Serbia and Sartid have signed a letter of intent that provides USSK with the opportunity to explore possibilities for involvement in the restructuring of Sartid.

On April 10, 2002, U. S. Steel announced that it had signed a letter of intent to sell all of the coal and related assets associated with U. S. Steel Mining Company's West Virginia and Alabama mines. The sale, which involves cash consideration and is subject to several contingencies, is expected to result in a pre-tax gain, excluding the potential recognition of the present value of obligations related to a multiemployer health care benefit plan created by the Coal Industry Retiree Health Benefit Act of 1992, which were broadly estimated to be $76 million at March 31, 2002. The sale is expected to be completed in the second quarter of 2002.

UNITED STATES STEEL CORPORATION
MANAGEMENT'S DISCUSSION AND ANALYSIS OF
FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Republic, an equity investee and major purchaser of raw materials from U. S. Steel, as well as a major supplier of rounds for U. S. Steel's Lorain Tubular facility, remains in Chapter 11 bankruptcy proceedings. At March 31, 2002, U. S. Steel's remaintrch alH. asèn

international, are all subject to numerous conditions, some of

Steel Shipments:(b)(c)		
Flat-rolled Products	2,330	2,137
Tubular Products	188	295
U. S. Steel Kosice	756	753
Raw Steel-Production:(c)		
Domestic Facilities	2,906	2,623
U. S. Steel Kosice	917	952
Total Raw Steel-Production	3,823	3,575
Raw Steel-Capability Utilization:(d)		
Domestic Facilities	92.1%	83.1%
U. S. Steel Kosice	74.4%	77.2%
Domestic iron ore shipments(c)(e)	2,289	1,911
Domestic coke shipments(c)(e)	1,164	1,208

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(a) Amounts allocated within segment results have been updated from Current Report on Form 8-K dated April 26, 2002.
(b) Excludes intersegment transfers.
(c) Thousands of net tons.
(d) Based on annual raw steel production capability of 12.8 million net tons for domestic facilities and 5.0 million net tons for U. S. Steel Kosice.
(e) Includes intersegment transfers.

Part II - Other Information:
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Item 1. LEGAL PROCEEDINGS

Environmental Proceedings

In 1998, U. S. Steel entered into a consent decree with the EPA which resolved alleged violations of the Clean Water Act

resolved for immaterial amounts. In 2001, U. S. Steel disposed of claims from approximately 11,300 claimants with aggregate total payments of less than $200,000 and approximately 10,000 new claims were filed. It is not possible to predict with certainty the outcome of these matters; however, based upon present

fiscal year ended December 31, 2001; and reports of independent accountants.

Form 8-K dated March 12, 2002, reporting under Item 9. Regulation FD Disclosure, that United States Steel Corporation is furnishing information for the March 12, 2002 presentation given by Tom Usher at the Morgan Stanley Mining, Paper and Packaging Conference.

Form 8-K dated April 10, 2002, reporting under Item 9. Regulation FD Disclosure, that United States Steel Corporation is furnishing information for the April 10, 2002 press release titled "U. S. Steel to Sell Assets of Mining Company."

Form 8-K dated April 26, 2002, reporting under Item 9. Regulation FD Disclosure, that United States Steel Corporation is furnishing information for the April 26, 2002 United States Steel Corporation Earnings Release.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned chief accounting officer thereunto duly authorized.

UNITED STATES STEEL CORPORATION

By /s/ Gretchen R. Haggerty
Gretchen R. Haggerty
Senior Vice President and
Controller

May 14, 2002

Exhibit 12.1

UNITED STATES STEEL CORPORATION
COMPUTATION OF RATIO OF EARNINGS TO COMBINED FIXED CHARGES
AND PREFERRED STOCK DIVIDENDS
(Unaudited)

(Dollars in Millions)

	Three Months Ended March 31		Year Ended December 31				
	2002	2001	2001	2000	1999	1998	1997
Portion of rentals representing interest	$11	$10	$45	$48	$46	$52	$47
Capitalized interest	-	-	1	3	6	6	7
Other interest and fixed charges	35	54	153	115	75	47	91
Pretax earnings which would be required to cover preferred stock dividend requirements of parent	-	3	12	12	14	15	20
Combined fixed charges and preferred stock dividends (A)	$46	$67	$211	$178	$141	$120	$165
Earnings-pretax income with applicable adjustments (B)	$(50)	$(69)	$(387)	$187	$295	$618	$781
Ratio of (B) to (A)	(a)	(b)	(c)	1.05	2.10	5.15	4.72

(a) Earnings did not cover fixed charges by $96 million.
(b) Earnings did not cover fixed charges by $136 million.
(c) Earnings did not cover fixed charges by $598 million.