

**NOTICE TO ALL EMPLOYEES OF
MARATHON OIL COMPANY
WHO ARE OR WILL BE
ELIGIBLE TO PARTICIPATE IN THE
(1) RETIREMENT PLAN OF MARATHON OIL COMPANY OR
(2) MARATHON OIL COMPANY THRIFT PLAN**

1. An application is to be made to the Internal Revenue Service for an advance determination on the qualification of the following employee pension benefit plans:
2. Name of Plan: (1) Retirement Plan of Marathon Oil Company
(2) Marathon Oil Company Thrift Plan
3. Plan Number: (1) 001 (Retirement Plan)
(2) 003 (Thrift Plan)
4. Name and Address of Applicant: Marathon Oil Company
5555 San Felipe St.
Houston, Texas 77056-2723
5. Applicant's Employer Identification Number: 25-1410539
6. Name, Address and Telephone Number of Plan Administrator: Deanna L. Jones
Vice President of Human Resources
and Administrative Services
Marathon Oil Company
5555 San Felipe St.
Houston, Texas 77056-2723
(713) 629-6600
7. The applications will be filed on September 30, 2014 for an advance determination as to whether the plans meet the qualification requirements of §401 of the Internal Revenue Code of 1986, with respect to the plans' amendment. The applications will be filed with the Internal Revenue Service, P.O. Box 12192, Covington, KY 41012-0192
8. The employees currently eligible to participate under the plans are all employees of Marathon Oil Company, Marathon Oil Corporation and Marathon Service Company, except as follows: leased employees, independent contractors, any employees covered by a collective bargaining agreement that does not provide for eligibility, and non-resident aliens with no U.S. source income are not eligible. Interns, co-op employees, college learner, summer helper or any other student-only positions are not eligible.
9. The Internal Revenue Service has previously issued determination letters with respect to the qualification of the plans.

RIGHTS OF INTERESTED PARTIES

10. You have the right to submit to EP Determinations, either individually or jointly with other interested parties, your comments as to whether either plan meets the qualification requirements of the Internal Revenue Code. The address for submitting comments to the Internal Revenue Service, EP Determinations, Attn: Customer Service Manager, P.O. Box 2508, Cincinnati, OH 45202.

You may instead, individually or jointly with other interested parties, request the Department of Labor to submit, on your behalf, comments to EP Determinations regarding qualification of the plans. If the Department declines to comment on all or some of the matters you raise, you may, individually, or jointly if your request was made to the Department jointly, submit your comments on these matters directly to EP Determinations.

REQUESTS FOR COMMENTS BY THE DEPARTMENT OF LABOR

11. The Department of Labor may not comment on behalf of interested parties unless requested to do so by the lesser of ten (10) employees or ten percent (10%) of the employees who qualify as interested parties. The number of persons needed for the Department to comment with respect to the plans is ten (10). If you request the Department to comment, your comment must be in writing and must specify the matters upon which comments are requested, and must also include:

- (1) the information contained in items 2 through 5 of this Notice; and
- (2) the number of persons needed for the Department to comment.

A request to the Department to comment should be addressed as follows:

Deputy Assistant Secretary
Employee Benefits Security Administration
ATTN: 3001 Comment Request
U. S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

COMMENTS TO THE INTERNAL REVENUE SERVICE

12. Comments submitted by you to the EP Determinations must be in writing and received by it by November 14, 2014. However, if there are matters that you request the Department of Labor to comment upon on your behalf, and the Department declines, you may submit comments on these matters to EP Determinations to be received by it within 15 days from the time the Department notifies you that it will not comment on a particular matter, or by November 14, 2014, whichever is later, but not after November 29, 2014. A request to the Department to comment on your behalf must be received by it by October 15, 2014, if you wish to preserve your right to comment on a matter upon which the Department declines to comment, or by October 25, 2014, if you wish to waive that right.

ADDITIONAL INFORMATION

13. Detailed instructions regarding the requirements for notification of interested parties may be found in sections 17 and 18 of Rev. Proc. 2014-6. Additional information concerning this application (including, where applicable, an updated copy of the plan and related trust; the application for determination; any additional documents dealing with the application that have been submitted to the Internal Revenue Service; and copies of section 17 of Rev. Proc. 2014-6) are available from the Human Resources organization of Marathon Oil Company at 5555 San Felipe St. in Houston, Texas during the hours of 8:00 AM to 4:00 PM for inspection and copying. If your normal work location is not in Houston, Texas, you may also ask your Human Resources Consultant to make reasonable arrangements for you to inspect or obtain copies of this information at another work location.