

MARATHON OIL CORP  
Form 3  
January 03, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â Thill Howard J SR  
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)  
01/01/2008

3. Issuer Name and Ticker or Trading Symbol  
MARATHON OIL CORP [MRO]

4. Relationship of Reporting Person(s) to Issuer

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

C/O MARATHON OIL CORPORATION,Â 5555 SAN FELIPE RD.

(Street)

HOUSTON,Â TXÂ 77056

(City) (State) (Zip)

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)  
V.P.-Investor Rel./Public Aff.

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

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)

COMMON STOCK

2. Amount of Securities Beneficially Owned (Instr. 4)

3,462.592

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	05/30/2008 <sup>(1)</sup>	05/30/2017	COMMON STOCK	9,000	\$ 61.05	D	Â
Employee Stock Option (Right to Buy)	06/01/2007 <sup>(2)</sup>	06/01/2016	COMMON STOCK	4,268	\$ 37.8175	D	Â
Employee Stock Option (Right to Buy)	06/10/2008	06/10/2015	COMMON STOCK	2,134	\$ 25.835	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Thill Howard J SR C/O MARATHON OIL CORPORATION 5555 SAN FELIPE RD. HOUSTON, TX 77056	Â	Â	Â	V.P.-Investor Rel./Public Aff.	Â

## Signatures

W. F. Schwind, Jr., Attorney-in-Fact for Howard J. Thill, Sr  
Date 01/03/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Vests in three cumulative, equal annual installments on May 30, 2008, 2009, and 2010.
- (2) Vests in three cumulative annual installments of 2,133, 2,133, and 2,134 shares on June 1, 2007, 2008, and 2009, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.