### MARATHON OIL CORP

Form 3 April 03, 2008

## FORM 3

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

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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 \*

BOYCE GREGORY H

(Last) (First) (Middle)

Statement (Month/Day/Year)

04/01/2008

2. Date of Event Requiring 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 ROAD

(Street)

10% Owner \_X\_ Director Officer Other (give title below) (specify below)

(Check all applicable)

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

HOUSTON. TXÂ 77056

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

0

3. Ownership Form:

Direct (D)

or Indirect (I)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

(Instr. 5) Â D

COMMON STOCK

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

**Expiration Date** (Month/Day/Year)

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

4. 5. Conversion or Exercise Form of

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

Price of Derivative Derivative Security:

#### Edgar Filing: MARATHON OIL CORP - Form 3

Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of Shares (I)

(Instr. 5)

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

BOYCE GREGORY H

C/O MARATHON OIL CORPORATION 5555 SAN FELIPE ROAD

HOUSTON, TXÂ 77056

## **Signatures**

R. J. Kolencik, Attorney-in-Fact for Gregory H.

Boyce

\*\*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).

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.

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