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MARATHON OIL CORP
Form 8-K
November 19, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):
November 19, 2002

MARATHON OIL CORPORATION
(Exact Name of Registrant as Specified in Charter)

Delaware	1-5153	25-0996816
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification Number)

5555 San Felipe Road, Houston, TX 77056-2723

(Address of Principal Executive Offices)

(713) 629-6600

(Registrant's telephone number, including area code)

ITEM 5. Other Events

Marathon Oil Corporation is revising the fees and commissions under its Dividend Reinvestment and Direct Stock Purchase Plan. Attached as Exhibit 99.1 is a copy of a letter to participants describing these revisions, which exhibit is incorporated by reference herein.

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ITEM 7. Financial Statements and Exhibits

(c) Exhibits

- 99.1 Letter to Participants in Marathon Oil Corporation's
Dividend Reinvestment and Direct Stock Purchase Plan.

SIGNATURES

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 hereunto duly authorized.

MARATHON OIL CORPORATION

By: /s/ A. G. Adkins

A. G. Adkins

Vice President - Accounting and Controller

Dated: November 19, 2002