

MARATHON OIL CORP  
Form 8-K  
November 05, 2007

**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 1, 2007**

**MARATHON OIL CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-5153**  
(Commission File Number)

**25-0996816**  
(IRS Employer  
Identification No.)

**5555 San Felipe Road, Houston, Texas**  
(Address of principal executive offices)

**77056-2723**  
(Zip Code)

Registrant's telephone number, including area code: **(713) 629-6600**

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Edgar Filing: MARATHON OIL CORP - Form 8-K

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

**Item 2.02** Results of Operations and Financial Condition.

On November 1, 2007, Marathon Oil Corporation issued a press release and held a dial-in conference call and webcast discussing third quarter 2007 earnings. The press release and presentation are being furnished as exhibits to this report and are incorporated herein by reference.

**Item 9.01** Financial Statements and Exhibits.

(d) Exhibits.

**99.1** Press Release dated November 1, 2007, issued by Marathon Oil Corporation.

**99.2** Presentation dated November 1, 2007, by Marathon Oil Corporation.

**SIGNATURE**

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

Date: November 5, 2007

By: /s/ Michael K. Stewart  
Michael K. Stewart  
Vice President, Accounting and Controller

**EXHIBIT INDEX**

| <b>Number</b> | <b>Exhibit</b>   |
|---------------|--|
| 99.1          | Press release dated November 1, 2007, announcing Marathon Oil Corporation's financial results for the third quarter of 2007. |
| 99.2          | Presentation dated November 1, 2007, discussing Marathon Oil Corporation's financial results for the third quarter of 2007.  |

---