

EXXON MOBIL CORP
Form POSASR
September 07, 2017

As filed with the Securities and Exchange Commission on September 7, 2017.

Registration No. 333-216304

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

Post-Effective Amendment No. 1

to

FORM S-3

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

Exxon Mobil Corporation

(Exact Name of Registrant as Specified in Its Charter)

| | |
|--|-------------------------------|
| New Jersey | 13-5409005 |
| (State or Other Jurisdiction of | (I.R.S. Employer |
| Incorporation or Organization) | Identification Number) |
| 5959 Las Colinas Boulevard | |
| Irving, Texas, 75039-2298 | |
| (972) 444-1000 | |

(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive Offices)

Robert N. Schleckser

Vice President and Treasurer

Exxon Mobil Corporation

5959 Las Colinas Boulevard

Irving, Texas 75039-2298

(972) 444-1000

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent For Service)

Copy to:

Michael Kaplan

Byron B. Rooney

Davis Polk & Wardwell LLP

450 Lexington Avenue

New York, New York 10017

(212) 450-4000

Approximate date of commencement of proposed sale to the public: From time to time after the effective date of this registration statement.

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, check the following box.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

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If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of large accelerated filer, accelerated filer, smaller reporting company and emerging growth company in Rule 12b-2 of the Exchange Act. (Check one):

| | | |
|-------------------------|---|---------------------------|
| Large accelerated filer | | Accelerated filer |
| Non-accelerated filer | (Do not check if a smaller reporting company) | Smaller reporting company |
| | | Emerging growth company |

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

EXPLANATORY NOTE

DEREGISTRATION OF SECURITIES AND WITHDRAWAL OF REGISTRATION STATEMENT

This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-3 (File No. 333-216304), registering shares of common stock, without par value, of Exxon Mobil Corporation, a company incorporated under the laws of New Jersey (the Registrant), held by certain selling stockholders, which was filed with the Securities and Exchange Commission and became effective on February 28, 2017 (the Registration Statement).

In accordance with the Registrant's undertaking in Part II, Item 17(a)(3) of the Registration Statement, the Registrant is deregistering by means of this post-effective amendment any shares remaining unsold under the Registration Statement. The Registrant is seeking to discontinue the effectiveness of the Registration Statement and deregister all such shares that remain unsold because the Registrant's obligation to keep the Registration Statement effective has expired.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this post-effective amendment to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Irving, Texas, on September 7, 2017.

Exxon Mobil Corporation

By: /s/ Darren W. Woods
Name: Darren W. Woods
Title: Chairman of the Board

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement has been signed below by the following persons in the capacities and on the date set forth above.

| Signature | Title |
|-----------------------|-------------------------------|
| * | Chairman of the Board |
| Darren W. Woods | (Principal Executive Officer) |
| * | Director |
| Susan K. Avery | |
| * | Director |
| Michael J. Boskin | |
| * | Director |
| Angela F. Braly | |
| * | Director |
| Ursula M. Burns | |
| * | Director |
| Henrietta H. Fore | |
| * | Director |
| Kenneth C. Frazier | |
| * | Director |
| Douglas R. Oberhelman | |
| * | Director |
| Samuel J. Palmisano | |
| * | Director |
| Steven S Reinemund | |
| * | Director |
| William C. Weldon | |

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Senior Vice President

Andrew P. Swiger

(Principal Financial Officer)

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Vice President and Controller

David S. Rosenthal

(Principal Accounting Officer)

*By: /s/ Richard C. Vint
Richard C. Vint
Attorney-in-Fact

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