

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2015
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2015 or fiscal plan year beginning <u>01/01/2015</u> and ending <u>12/31/2015</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>RETIREMENT PLAN OF MARATHON OIL COMPANY</u>	1b Three-digit plan number (PN) ▶ <u>001</u> 1c Effective date of plan <u>01/01/1936</u>
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>MARATHON OIL COMPANY</u> <u>5555 SAN FELIPE ROAD</u> <u>HOUSTON, TX 77056</u>	2b Employer Identification Number (EIN) <u>25-1410539</u> 2c Plan Sponsor's telephone number <u>713-629-6600</u> 2d Business code (see instructions) <u>211110</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/18/2016</u>	<u>DEANNA JONES</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number)			Preparer's telephone number

3a Plan administrator's name and address ☐ Same as Plan Sponsor DEANNA L. JONES 5555 SAN FELIPE ROAD HOUSTON, TX 77056	3b Administrator's EIN 47-1302783
	3c Administrator's telephone number 713-629-6600
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 4227
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).	
a(1) Total number of active participants at the beginning of the plan year.....	6a(1) 2464
a(2) Total number of active participants at the end of the plan year	6a(2) 1797
b Retired or separated participants receiving benefits.....	6b 402
c Other retired or separated participants entitled to future benefits.....	6c 1121
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 3320
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 502
f Total. Add lines 6d and 6e	6f 3822
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6h 33
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1C 3H	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III	Form M-1 Compliance Information (to be completed by welfare benefit plans)
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11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2015 Form M-1 annual report. If the plan was not required to file the 2015 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div><div><div>SCHEDULE A</div><div>(Form 5500)</div><div>Department of the Treasury Internal Revenue Service</div></div><div><div>Department of Labor Employee Benefits Security Administration</div><div>Pension Benefit Guaranty Corporation</div></div></div>	<div>Insurance Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div> <div>▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).</div>	<div>OMB No. 1210-0110</div> <div>2015</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015		
A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier AXA EQUITABLE LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5570651	62944	AC1547-A	461	01/01/2015	12/31/2015

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.
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(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

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(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 5843264**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☒ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 5964858**c** Additions: (1) Contributions deposited during the year **7c(1)**(2) Dividends and credits **7c(2)**(3) Interest credited during the year **7c(3)** 152173(4) Transferred from separate account **7c(4)**(5) Other (specify below) **7c(5)**(6) Total additions **7c(6)** 152173**d** Total of balance and additions (add lines **7b** and **7c(6)**). **7d** 6117031**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 239063(2) Administration charge made by carrier **7e(2)** 34704(3) Transferred to separate account **7e(3)**(4) Other (specify below) **7e(4)**(5) Total deductions **7e(5)** 273767**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**). **7f** 5843264

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	0
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.....	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

<div>SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Single-Employer Defined Benefit Plan Actuarial Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500 or 5500-SF.</div>	<div>OMB No. 1210-0110</div> <div>2015</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015	
▶ Round off amounts to nearest dollar.	
▶ Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information			
1	Enter the valuation date: Month 01 Day 01 Year 2015			
2	Assets:			
	a Market value	2a	589801194	
	b Actuarial value	2b	567930015	
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
	a For retired participants and beneficiaries receiving payment	968	46729172	46729172
	b For terminated vested participants	827	71970018	71970018
	c For active participants	2464	470265614	479170543
	d Total	4259	588964804	597869733
4	If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
	a Funding target disregarding prescribed at-risk assumptions	4a		
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5	5.98 %	
6	Target normal cost	6	26790625	

Statement by Enrolled Actuary
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<div>SIGN HERE</div>		09/26/2016
Signature of actuary		Date
W. CLAY HOLLOWAY		14-05230
Type or print name of actuary		Most recent enrollment number
HEWITT ASSOCIATES LLC		281-363-0456
Firm name		Telephone number (including area code)
9500 LAKESIDE BLVD. THE WOODLANDS, TX 77381		
Address of the firm		

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>10.61</u> %	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		127074
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.18</u> %		7853
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		134927
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	94.99 %
15 Adjusted funding target attainment percentage	15	94.99 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	90.41 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/09/2015	13900000	0			
07/15/2015	10000000	0			
10/15/2015	5400000	0			
12/08/2015	40184	0			
01/15/2016	9700000	0			
09/15/2016	6400000	0			
			Totals ►	18(b)	45440184
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	43504673
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0	0	0
(4) 4th	0	

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.72 %	2nd segment: 6.11 %	3rd segment: 6.81 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 58
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	26790625	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	29939718	16667133	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	43457758	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	43457758	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	43504673	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	46915	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

<div>SCHEDULE C</div> <div>(Form 5500)</div> <div>Department of the Treasury</div> <div>Internal Revenue Service</div> <div>Department of Labor</div> <div>Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Service Provider Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div>	OMB No. 1210-0110
		2015
		This Form is Open to Public Inspection.

For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015		
A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
THE DREYFUS CORPORATION ONE WALL STREET NEW YORK, NY 10286

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
BARCLAYS
94-3112180

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
VANGUARD
23-2376849

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WELLINGTON MANAGEMENT COMPANY

30-0835489

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51 68	NONE	2494650	Yes ☒ No ☐	Yes ☒ No ☐	17986	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

BANK OF NEW YORK MELLON

13-5160382

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 50	TRUSTEE	240427	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

TRIDENT IV LP

98-0509277

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 49 50 51	NONE	67307	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

DLJ CAPITAL PARTNERS LLP

26-1181152

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51	NONE	54167	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

SCHNEIDER DOWNS AND CO INC

25-1408703

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	38453	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

PERFORMANCE DIRECT

20-5608447

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 49 50 51	NONE	34354	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

TENAYA CAPITAL

45-2636829

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 49 50 51	NONE	27738	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

AURORA EQUITY LP

27-1231417

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 49 50 51	NONE	26382	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

CAI PARTNERS AND COMPANY LP

26-3790488

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51	NONE	22950	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

ROCKPOINT REAL ESTATE

26-0302858

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 49 50 51	NONE	10761	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

AE INVESTORS

98-0487456

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 49 50 51	NONE	9758	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

BLACKSTONE PARTNERS

20-3799172

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51	NONE	8130	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

INTERNATIONAL PRIVATE EQUITY

27-3656804

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51	NONE	6476	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
WELLINGTON MANAGEMENT	68	17986

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
WELLINGTON MANAGEMENT 30-0835489	SOFT DOLLAR RESEARCH SERVICES

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <hr/> 2015 <hr/> This Form is Open to Public Inspection.
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan <u>RETIREMENT PLAN OF MARATHON OIL COMPANY</u>	B Three-digit plan number (PN) ► <u>001</u>	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>MARATHON OIL COMPANY</u>	D Employer Identification Number (EIN) <u>25-1410539</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>CIF II CORE HIGH YIELD BOND FUND</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-6913417-105</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>0</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CTF DURABLE COMPANIES POOL</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>46-3572913-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>12788729</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CTF OPPORTUNISTIC FIXED INCOME</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>90-6110062-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>10254724</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
For calendar plan year 2015 or fiscal plan year beginning <u>01/01/2015</u> and ending <u>12/31/2015</u>		
A Name of plan <u>RETIREMENT PLAN OF MARATHON OIL COMPANY</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MARATHON OIL COMPANY</u>	D Employer Identification Number (EIN) <u>25-1410539</u>	

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	14700000	16100000
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	30047764	27769752
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	25111333	63144656
(2) U.S. Government securities.....	1c(2)	65661017	26276132
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	150962471	75377657
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	586439	343785
(B) Common	1c(4)(B)	230740184	114811280
(5) Partnership/joint venture interests	1c(5)	24773371	22783242
(6) Real estate (other than employer real property)	1c(6)	18645884	15218756
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)	40322571	23043453
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	5757586	7557020
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	6541270	6185825
(15) Other	1c(15)	4813784	8509797

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	618663674	407121355

Liabilities

g Benefit claims payable	1g	2672126	41764794
h Operating payables	1h	810302	937452
i Acquisition indebtedness	1i		
j Other liabilities	1j	28007477	23524175
k Total liabilities (add all amounts in lines 1g through 1j)	1k	31489905	66226421

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	587173769	340894934
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	45440184	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		45440184
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	-4954	
(B) U.S. Government securities	2b(1)(B)	682612	
(C) Corporate debt instruments	2b(1)(C)	5752970	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	655533	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		7086161
(2) Dividends: (A) Preferred stock	2b(2)(A)	6273	
(B) Common stock	2b(2)(B)	5095630	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1028566	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		6130469
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	1257450	
(B) Other	2b(5)(B)	-7067017	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		-5809567

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		974453
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		245525
c Other income	2c		3247968
d Total income. Add all income amounts in column (b) and enter total	2d		57315193

Expenses**e** Benefit payment and payments to provide benefits:

(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	298466357	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		298466357
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	278880	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	2764231	
(4) Other	2i(4)	2084560	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		5127671
j Total expenses. Add all expense amounts in column (b) and enter total	2j		303594028

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-246278835
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: MCCONNEL AND JONES LLP

(2) EIN: 76-0488832

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

	Yes	No	N/A	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒		
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒		

	Yes	No	N/A	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X		
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X		
e Was this plan covered by a fidelity bond?	X			5000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X		
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X		
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X			
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X			
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X		
l Has the plan failed to provide any benefit when due under the plan?		X		
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X		
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.				
o Did the plan trust incur unrelated business taxable income?				
p Were in-service distributions made during the plan year?				

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection.
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

A Name of plan <u>RETIREMENT PLAN OF MARATHON OIL COMPANY</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>MARATHON OIL COMPANY</u>	D Employer Identification Number (EIN) <u>25-1410539</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>45-6192888</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>422</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?	☒ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase	☒ Decrease	☐ Both	☐ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2015
v. 150123

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14	Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:		
	a The current year	14a	
	b The plan year immediately preceding the current plan year	14b	
	c The second preceding plan year	14c	
15	Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:		
	a The corresponding number for the plan year immediately preceding the current plan year	15a	
	b The corresponding number for the second preceding plan year	15b	
16	Information with respect to any employers who withdrew from the plan during the preceding plan year:		
	a Enter the number of employers who withdrew during the preceding plan year	16a	
	b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	
17	If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18	If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐
19	If the total number of participants is 1,000 or more, complete lines (a) through (c) a Enter the percentage of plan assets held as: Stock: <u>40.0</u> % Investment-Grade Debt: <u>36.0</u> % High-Yield Debt: <u>2.0</u> % Real Estate: <u>3.0</u> % Other: <u>19.0</u> % b Provide the average duration of the combined investment-grade and high-yield debt: ☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☒ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more c What duration measure was used to calculate line 19(b)? ☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan?	☐ Yes	☐ No
20b If "Yes," how does the 401(k) plan satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under sections 401(k)(3) and 401(m)(2)?	☐ Design-based safe harbor method	☐ ADP/ACP test
20c If the ADP/ACP test is used, did the 401(k) plan perform ADP/ACP testing for the plan year using the "current year testing method" for nonhighly compensated employees (Treas. Reg sections 1.401(k)-2(a)(2)(ii) and 1.401(m)-2(a)(2)(ii))?	☐ Yes	☐ No
21a Check the box to indicate the method used by the plan to satisfy the coverage requirements under section 410(b):	☐ Ratio percentage test	☐ Average benefit test
21b Does the plan satisfy the coverage and nondiscrimination tests of sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?	☐ Yes	☐ No
22a Has the plan been timely amended for all required tax law changes?	☐ Yes	☐ No ☐ N/A
22b Date the last plan amendment/restatement for the required tax law changes was adopted ____/____/____. Enter the applicable code _____. (See instructions for tax law changes and codes).		
22c If the plan sponsor is an adopter of a pre-approved master and prototype (M&P) or volume submitter plan that is subject to a favorable IRS opinion or advisory letter, enter the date of that favorable letter ____/____/____ and the letter's serial number _____.		
22d If the plan is an individually-designed plan and received a favorable determination letter from the IRS, enter the date of the plan's last favorable determination letter ____/____/____.		
23 Is the Plan maintained in a U.S. territory (i.e., Puerto Rico (if no election under ERISA section 1022(i)(2) has been made), American Samoa, Guam, the Commonwealth of the Northern Mariana Islands or the U.S. Virgin Islands)?	☐ Yes	☐ No

**Retirement Plan of
Marathon Oil Company
Financial Statements and
Independent Auditors' Report
December 31, 2015 and 2014**

Retirement Plan of Marathon Oil Company

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December 31, 2015 and 2014

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Note: Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.	



Independent Auditors' Report

To the Participants and Plan Administrator of
the Retirement Plan of Marathon Oil Company

Report on the Financial Statements

We have audited the accompanying financial statements of the Retirement Plan of Marathon Oil Company (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2015 and 2014, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to financial statements.

Plan Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America (US GAAP); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with the auditing standards generally accepted in the United States of America (US GAAS). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by Plan management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, information regarding the net assets available for benefits of the Plan as of December 31, 2015 and the changes therein for the year then ended and its financial status as of December 31, 2014 and the changes therein for the year then ended, in accordance with US GAAP.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information listed in the table of contents to the financial statements is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or the financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the information is fairly stated in all material respects in relation to the financial statements taken as a whole.

McConnell & Jones LLP

Houston, Texas
October 17, 2016

Retirement Plan of Marathon Oil Company
Statements of Net Assets Available for Benefits
December 31, 2015 and 2014

Assets	2015	2014
Investments, at fair value		
Money market fund	\$ 61,869,716	\$ 24,687,672
Cash reserve fund	1,274,940	423,661
Common stock	114,811,280	229,796,819
Corporate bonds	58,191,098	124,099,984
Government securities	26,276,132	65,661,017
Commingled fund	23,043,453	40,322,571
Private equity	22,783,242	24,773,371
Real estate	15,218,756	18,645,884
Private placements	17,186,559	25,067,385
Exchange traded funds	7,557,020	5,757,586
Insurance contract	6,185,825	6,541,270
Preferred stock	343,785	586,439
Timber	5,067,340	5,291,718
Other	3,444,066	2,260,533
Total investments	363,253,212	573,915,910
Receivables		
Employer's contributions	16,100,000	14,700,000
Investment sales	14,681,342	26,529,045
Accrued interest and dividends	1,544,427	2,524,016
Prepaid Benefit Payments	11,449,929	884,690
Others	92,445	110,013
Total receivables	43,868,143	44,747,764
Total assets	407,121,355	618,663,674
Liabilities		
Accrued expenses	937,452	810,302
Investment purchases	23,466,056	27,176,124
Due to broker	58,119	831,353
Total liabilities	24,461,627	28,817,779
Net assets available for benefits	\$ 382,659,728	\$ 589,845,895

The accompanying notes are an integral part of these financial statements.

Retirement Plan of Marathon Oil Company
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2015 and 2014

	2015	2014
Additions		
Investment income		
Net (depreciation)/appreciation in fair value of investments	\$ (4,589,589)	\$ 43,484,275
Interest	7,086,161	9,535,250
Dividends	6,130,469	8,057,064
Other	3,247,968	2,243,719
Net investment income	11,875,009	63,320,308
Contributions from plan sponsor (Note 8)	45,440,184	57,600,000
Total additions	57,315,193	120,920,308
Deductions		
Benefits paid directly to participants	259,373,689	191,636,853
Administrative expenses	5,127,671	5,054,652
Total deductions	264,501,360	196,691,505
Net (decrease)/increase	(207,186,167)	(75,771,197)
Net assets available for benefits:		
Beginning of year	589,845,895	665,617,092
End of year	<u>\$ 382,659,728</u>	<u>\$ 589,845,895</u>

The accompanying notes are an integral part of these financial statements.

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2015 and 2014

1. Description of the Retirement Plan of Marathon Oil Company

The following description of the Retirement Plan of Marathon Oil Company (the “Plan”) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”), as amended.

General

The Plan was adopted January 1, 1936. The Plan is a non-contributory defined benefit pension plan covering eligible employees of Marathon Oil Company (the “Company” or “MOC”) and employees of a participating employer as defined by the Plan document. Effective January 1, 1975, employee contributions were no longer required by the Plan. The Plan is sponsored by Marathon Oil Company, 5555 San Felipe Street, Houston, TX 77056. The Plan administrator is Deanna L. Jones, who is Vice President, Human Resources and Administrative Services of Marathon Oil Corporation. The Plan's record keeper is Fidelity Workplace Services LLC (“Fidelity”) and the Plan's Trustee is Bank of New York Mellon (“BNY Mellon” or the “Trustee”). Wellington Management Group is the Plan's investment manager of the Plan's assets, with the exception of the Plan's illiquid assets (private equity, real estate, and timber). Investment decisions related to the Plan's illiquid assets are made by the Investment Committee of the Plan. On June 23, 2015, the Plan was amended and restated effective July 6, 2015 to incorporate new amendments including the final average pay freeze in the legacy benefit.

Pension Benefits

Regular full-time or part-time employees, as defined by the Plan, were eligible to participate in the Plan prior to December 31, 2011 upon meeting the following eligibility requirements: attainment of age 21 and one year of service; not a non-resident alien with no U.S. source income; and not participating in another retirement plan towards which a participating employer makes contributions. Beginning January 1, 2012, employees are immediately eligible upon hire. The one year of service and attainment of age 21 is no longer required. Prior to January 1, 2010, employees vest at the earlier of attainment of the normal retirement age of 65 or after completion of five years of vesting service, as defined by the Plan. Effective January 1, 2010 vesting service for current eligible employees changed to three years. Early retirement benefits payable under the Plan are reduced proportionately based on the early retirement factors as defined by the Plan. The Plan provides a normal form of benefit of a single life annuity for unmarried participants or a joint and 50 percent survivor annuity for married participants who have attained normal retirement age of 65 or who are not eligible to retire under the terms of the Plan. The normal form of benefit for a participant who is eligible for early retirement under the Plan is a single life annuity payable until age 65, with option to elect a different annuity form of benefit at age 65. The Plan also provides other optional forms of benefit including lump-sum. Early and surviving spouse retirement benefits are also provided.

Effective January 1, 2010, the Plan was amended such that retirement benefits accrued on or after January 1, 2010, accrue under a cash balance design. The cash balance on any date shall equal the sum of the opening cash balance, the pay credits, and the interest credits that have been added to the cash balance through that date. Pay credits are based on the participant's attained points (age plus service) and range from 7-11 percent. The interest credit includes a monthly interest crediting rate tied to the 30-year Treasury securities with a 3 percent minimum which satisfies interest credit rate requirements under Treasury Regulations Section 1.411 (b). Benefits accrued through December 31, 2009 (“legacy benefits”), will have participation discontinued as of such date, but will continue application of compensation updates (through July 5, 2015 as discussed below) and age growth.

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2015 and 2014

The amount of the monthly retirement legacy benefit of a participant who retires on their normal retirement date or thereafter with at least 37 years and 6 months of Plan participation is equal to 60 percent of the participant's "final average pay" less 50 percent of their "primary social security benefit". Final average pay is the highest total gross pay (as defined by the Plan) of a participant for any consecutive 36-month period in the applicable 10 year period of active employment, divided by 36. For those participants who terminated employment prior to July 5, 2015, the applicable 10 year period shall be their final 10 years of employment. For those participants who remain employed after July 5, 2015, the applicable 10 year period shall be the 10 year period ending on July 5, 2015. No changes in a participant's gross pay after July 5, 2015 shall be taken into account in determining the final average pay. Primary social security benefit is the participant's estimated social security benefit based on the social security law and benefit levels in effect at the participant's retirement, death or termination of employment.

2. Significant Accounting Policies

Date of Management's Review

In preparing the accompanying financial statements, management of the Plan has evaluated subsequent events that have occurred after December 31, 2015 and through October 17, 2016, the date the financial statements were available to be issued, for inclusion in the financial statements and notes to the financial statements.

Basis of Accounting

The accompanying financial statements of the Plan were prepared on the accrual basis of accounting in accordance with accounting standards generally accepted in the United States of America (U.S. GAAP).

Investment Valuation and Income Recognition

Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (or depreciation) includes gains and losses on investments bought and sold as well as held during the year.

Contributions

Contributions to the Plan are recorded in the period that the Plan's actuary determines they relate to except that a contribution receivable is recorded to the extent that amounts due are pursuant to formal commitments as well as legal or contractual requirements in existence at the end of the Plan year.

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

Expenses incurred in the administration of the Plan are paid out of Plan assets unless the Company, in its discretion, pays such expenses.

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the dates of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual amounts could differ from those estimates.

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2015 and 2014

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

3. New Accounting Pronouncements

In July 2015, the FASB issued Accounting Standards Update ("ASU") 2015-12, "*Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient*". ASU 2015-12 (1) requires a pension plan to use contract value as the only measure for fully benefit-responsive investment contracts, (2) simplifies and increases the effectiveness of the investment disclosure requirements for employee benefit plans, and (3) provides benefit plans with a measurement-date practical expedient similar to the practical expedient provided to employers in ASU 2015-04, *Practical Expedient for the Measurement Date of an Employer's Defined Benefit Obligation and Plan Assets*. These amendments are effective for fiscal years beginning after December 15, 2015 with early adoption permitted. The Plan is required to apply the amendments retrospectively for all statements presented except for Part I which is not applicable to defined benefit plans and Part III which requires a prospective application. Although management has not early adopted this new accounting pronouncement, it believes that such adoption in fiscal year 2016 will impact investment related disclosures in the Plan's financial statements.

In May 2015, the FASB issued ASU No. 2015-07, "*Disclosures for Investments in Certain Entities That Calculate Net Asset Value ("NAV") per Share (or its equivalent)*." ASU 2015-07 removes the requirement to include investments in the fair value hierarchy for which fair value is measured using the net asset value per share practical expedient under Accounting Standard Codification ("ASC") 820. ASU 2015-07 is effective for the Plan retrospectively for the year ending December 31, 2016 with early adoption permitted. Although management has not early adopted this new accounting pronouncement, it believes that such adoption in fiscal year 2016 will impact investment related disclosures in the Plan's financial statements.

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2015 and 2014

4. Fair Value Measurements

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. There are three approaches for measuring the fair value of assets and liabilities: the market approach, the income approach and the cost approach, each of which includes multiple valuation techniques. This hierarchy consists of three broad levels:

- Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and liabilities and have the highest priority;
- Level 2 inputs consist of quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets, or inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data by correlation or other means;
- Level 3 inputs are unobservable and significant to the fair value measurement and have the lowest priority.

The Plan's investments are reported at fair value in the accompanying Statement of Net Assets Available for Benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan Investment Committee believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. The following provides a description of the valuation techniques employed for each major plan asset class. Methodologies were consistently applied for the 2015 and 2014 plan years.

- **Mutual funds** - Mutual funds include an investment in a money market fund that invests mainly in short-term instruments and cash, both of which are valued using a market approach and are considered Level 1. The money market fund is valued at the net asset value ("NAV") of shares held. This investment also includes a cash reserve account (a collective short-term investment fund) that is valued using an income approach and is considered Level 2.
- **Equity securities** - Investments in common stock, preferred stock, and real estate investment trusts ("REIT") are valued using a market approach at the closing price reported in an active market and are therefore considered Level 1. The non-public investment trust is valued using a market approach based on the underlying investments in the trust, which are publicly-traded securities, and is considered Level 2. Private equity investments include interests in limited partnerships which are valued based on the sum of the estimated fair values of the investments held by each partnership, determined using a combination of market, income and cost approaches, plus working capital, adjusted for liabilities, currency translation and estimated performance incentives. These private equity investments are considered Level 3. See note 6 for additional information.
- **Fixed income securities** - U.S. treasury notes and exchange traded funds are valued at the closing price reported in an active market, and are considered Level 1. Corporate bonds, non-U.S. government bonds, private placements, and Yankee bonds are valued using calculated yield curves created by models that incorporate various market factors and are considered Level 2. The investment in the commingled fund is valued using the NAV of units held, and is considered Level 2. The commingled fund consists of an equity and fixed income portfolio with underlying investments held in U.S. and non-U.S. securities.

Retirement Plan of Marathon Oil Company
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- Real estate - Real estate investments are valued based on the income approach using discounted cash flows, comparable sales, outside appraisals, price per square foot or some combination thereof and therefore are considered Level 3.
- Insurance contract - The investment in an unallocated annuity contract is valued using a market approach based on the experience of the assets held in an insurer's general account. The majority of the general account is invested in a well-diversified portfolio of high-quality fixed income securities, primarily consisting of investment-grade bonds. Investment income is allocated among pension plans participating in the general account based on the investment year method. Due to the lack of transparency in the use of investment year method earnings rates, this asset is considered Level 3. See Note 6 for additional information.
- Timber - Timber is composed of investments in two limited liability companies ("LLCs") with no public market. The LLCs were formed to acquire timberland in the northwest and other properties. The values of the LLCs are determined using a cost approach based on historical cost less depletion for timber previously harvested. These assets are considered Level 3.
- Other - Other investments include futures contracts, fixed income securities REIT, credit default and interest rate swaps. These asset amounts are deemed immaterial and are categorized as Level 2 assets within the fair value hierarchy.

Retirement Plan of Marathon Oil Company
Notes to Financial Statements
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The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31:

	2015	2014
Level 1:		
Mutual Fund:		
Money market fund	\$ 61,869,716	\$ 24,687,672
Equity securities:		
Common stock	114,811,280	229,796,819
Preferred stock (Insurance)	—	182,376
Real Estate Investment Trust (REIT)	810,572	943,365
Fixed income securities:		
Exchange traded funds	7,557,020	5,757,586
Government securities:		
U.S. treasuries	4,979,287	22,591,501
Treasury inflation-protected securities	—	4,058,921
	<u>190,027,875</u>	<u>288,018,240</u>
Level 2:		
Mutual Fund:		
Cash reserve fund	1,274,940	423,661
Equity securities:		
Preferred stock (Non-public investment trust)	343,785	404,063
Fixed income securities:		
Corporate bonds	58,191,098	124,099,984
Commingled fund	23,043,453	40,322,571
Private placements	17,186,559	25,067,385
Yankee bonds	738,728	1,795,102
Government securities:		
Federal National Mortgage Association (FNMA) pools	11,705,578	17,010,314
Taxable municipals	7,423,050	14,305,788
Non-US government bonds	2,180,605	7,975,995
U.S. treasuries	(12,718)	(281,502)
Other	1,895,096	(477,934)
	<u>123,970,174</u>	<u>230,645,427</u>
Level 3:		
Private equities	22,783,242	24,773,371
Real estate	15,218,756	18,645,884
Insurance contract	6,185,825	6,541,270
Timber	5,067,340	5,291,718
	<u>49,255,163</u>	<u>55,252,243</u>
Total investments, at fair value	<u><u>\$ 363,253,212</u></u>	<u><u>\$ 573,915,910</u></u>

Retirement Plan of Marathon Oil Company
Notes to Financial Statements
December 31, 2015 and 2014

No individual investments exceed 5 percent of net assets as of December 31, 2014. The following table represents the Plan's individual investments that exceed 5 percent of net assets as of December 31, 2015.

Investment	Market Value
Dreyfus Treasury & Agency Cash	\$ 56,057,439

The following tables set forth the summary of changes in the fair value of the Plan's level 3 investments for the years ended:

2015				
	Private Equities	Real Estate	Insurance Contract	Timber
Balance, beginning of year	\$ 24,773,371	\$ 18,645,884	\$ 6,541,270	\$ 5,291,718
Realized gains	2,633,568	1,986,945	—	23,650
Unrealized gains/(losses) relating to instruments still held at the reporting date	603,230	(729,495)	—	(224,378)
Interest	—	—	(116,181)	—
Purchases	868,202	395,990	—	972,462
Sales	(6,095,129)	(5,080,568)	(239,264)	(996,112)
Balance, end of year	<u>\$ 22,783,242</u>	<u>\$ 15,218,756</u>	<u>\$ 6,185,825</u>	<u>\$ 5,067,340</u>
2014				
	Private Equities	Real Estate	Insurance Contract	Timber
Balance, beginning of year	\$ 23,172,838	\$ 21,711,951	\$ 6,468,693	\$ 5,558,141
Realized gains	2,473,569	1,309,210	—	141,680
Unrealized gains/(losses) relating to instruments still held at the reporting date	1,745,992	718,919	—	(266,423)
Interest	—	—	352,625	—
Purchases	2,425,932	702,073	—	—
Sales	(5,044,960)	(5,796,269)	(280,048)	(141,680)
Balance, end of year	<u>\$ 24,773,371</u>	<u>\$ 18,645,884</u>	<u>\$ 6,541,270</u>	<u>\$ 5,291,718</u>

Gains and losses (realized and unrealized) included above are reported in net appreciation in fair value of investments in the Statement of Changes in Net Assets Available for Benefits.

For the years ended December 31, 2015 and 2014, there were no transfers in or out of Levels 1, 2, or 3.

Retirement Plan of Marathon Oil Company
Notes to Financial Statements
December 31, 2015 and 2014

The following table represents the Plan's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments, and the significant unobservable inputs and the ranges of values for those inputs. The valuation methodology for the Plan's Level 3 investments has been disclosed as required in the preceding paragraphs.

Instrument	Fair Value		Valuation Techniques ⁽¹⁾	Unobservable Inputs ⁽¹⁾	Range ⁽¹⁾
	2015	2014			
Private Equities	\$ 22,783,242	\$ 24,773,371			
Real Estate	15,218,756	18,645,884			
Insurance Contract	6,185,825	6,541,270			
Timber	5,067,340	5,291,718			

⁽¹⁾ The valuation techniques, unobservable inputs and ranges have not been disclosed due to the wide range of possible values given the diverse nature of the underlying investments. The valuations are performed by third parties and used by the Plan without adjustment. Significant increases (decreases) in the various unobservable inputs would result in significantly higher (lower) fair value measurements.

The following table sets forth a summary of the Plan's investments with reported NAV.

Fair Value Using NAV per Share					
December 31, 2015					
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
CTF Durable Companies Portfolio	12,788,729	None	Each Wednesday	None	5 days
CTF Opportunistic Fixed Income Allocation Portfolio	10,254,724	None	End of month	None	30 days

Fair Value Using NAV per Share					
December 31, 2014					
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
CTF Durable Companies Portfolio	25,574,371	None	Each Wednesday	None	5 days
CTF Opportunistic Fixed Income Allocation Portfolio	14,748,200	None	End of month	None	None

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December 31, 2015 and 2014

5. Investments

During the years ended December 31, 2015 and 2014, the Plan's investments, including gains and losses on investments bought and sold as well as held during the year, (depreciated)/appreciated in value as follows:

	2015	2014
Common stock	\$ 4,067,711	\$ 6,343,482
Corporate bonds	(7,313,996)	12,411,792
Government securities	(4,807,658)	16,407,427
Commingled fund	974,453	(45,637)
Private equity	3,237,126	4,219,561
Real estate	1,257,450	2,028,129
Private placements	(2,137,731)	601,324
Exchange traded funds	245,525	2,423,108
Timber	(200,728)	(124,743)
Preferred stock	17,152	(343,871)
Other	71,107	(436,297)
	<u>\$ (4,589,589)</u>	<u>\$ 43,484,275</u>

6. Insurance Contract

The Plan's investments include an immediate participation guaranteed unallocated annuity contract (the "Contract") with The Equitable Life Assurance Society ("The Equitable"). The Contract funds a portion of the benefits of employees who retired prior to July 1, 1976, or participated in the Plan prior to January 1, 1960. The funds are valued in the Plan financial statements at fair value. At December 31, 2015 and 2014 the fair value of the annuity contract was \$6,185,825 and \$6,541,270, respectively. The Contract participates immediately in the income experience of the general assets of The Equitable. The minimum rate of interest for 2015 and 2014 was 2.50 percent. The minimum rate for future years is 2.50 percent. The investment return is the greater of the rate of such actual investment return or if applicable, the minimum rate. Actual investment return rates were 2.58 and 2.96 percent for 2015 and 2014, respectively.

7. Accumulated Plan Benefits

An enrolled actuary determines the actuarial present value of accumulated plan benefits. The amount results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements for termination after becoming vested, death, disability, withdrawal, and retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in determining accumulated plan benefits as of January 1, 2015 are as follows:

Interest rate	6.75%
Mortality rates	2015 Static Mortality Table
Assumed average retirement age	58 years

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2015 and 2014

The interest rate assumption used to value accrued benefits for 2015 and 2014 was 6.75 percent. The actuarial assumptions are based on the presumption that the Plan will continue. If the Plan is terminated, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

The accumulated plan benefits information at the beginning of the plan year as of January 1, 2015 is as follows:

Actuarial present value of accumulated plan benefits:	
Vested benefits:	
Participants currently receiving payments	\$ 48,720,238
Other participants	510,703,365
Total vested benefits	<u>559,423,603</u>
Non-vested benefits	7,575,842
Total actuarial present value of accumulated plan benefits	<u><u>\$ 566,999,445</u></u>

The change in the actuarial present value of accumulated plan benefits from last actuary valuation, to current actuary valuation date, is attributed to the following:

Actuarial present value of accumulated plan benefits at January 1, 2014	\$ 652,403,740
(Decrease)/increase during the year attributable to:	
Benefit payments	(191,636,853)
Interest accumulation	37,675,117
Plan amendment	—
Actuarial assumptions	26,302,452
Benefits accumulated	<u>42,254,989</u>
Net decrease	<u>(85,404,295)</u>
Actuarial present value of accumulated plan benefits at January 1, 2015	<u><u>\$ 566,999,445</u></u>

8. Funding Policy

The actuarial cost method used for funding of the Plan is the “standard unit credit” method of actuarial valuation. The funding policy provides that the Company will contribute amounts necessary to maintain the Plan on a sound actuarial basis and in accordance with the minimum funding requirements of ERISA plus any additional amounts which may be approved from time to time. The minimum funding requirement was \$45.4 million for the 2015 plan year. Actual cash contributions made were \$45.4 million, of which \$16.1 million was paid in September 2016.

The minimum funding requirement was \$57.6 million for the 2014 plan year. Actual cash contributions made were \$57.6 million.

9. Reconciliation of Financial Statements to Form 5500

The Internal Revenue Service (“IRS”), Department of Labor, and Pension Benefit Guaranty Corporation (“PBGC”) jointly developed the Form 5500-series returns for employee benefit plans (“Form 5500”) to

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Notes to Financial Statements

December 31, 2015 and 2014

satisfy annual reporting requirements under ERISA and the Internal Revenue Code. The following is a reconciliation of net assets available for pension benefits per the financial statements to the Form 5500:

	2015	2014
Net assets available for pension benefits per the financial statements	382,659,728	589,845,895
Amounts allocated to withdrawing participants	(41,764,794)	(2,672,126)
Cost of foreign currency	1,609	—
Net assets per the Form 5500	<u>340,896,543</u>	<u>587,173,769</u>

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31:

	2015
Benefits paid to participants per the financial statements	259,373,689
Amounts allocated to withdrawing participants at December 31, 2015	41,764,794
Amounts allocated to withdrawing participants at December 31, 2014	(2,672,126)
Total benefit payments per the Form 5500	<u>298,466,357</u>

10. Party-In-Interest Transactions

The Company, Fidelity, The Equitable, Wellington Management Group, and BNY Mellon have all been identified as parties-in-interest and these transactions are exempt from the prohibited transaction rules.

Fees paid by the Plan to the Trustee and the investment manager were \$2,766,646 and \$3,072,706, for the years ended December 31, 2015 and 2014, respectively.

11. Plan Termination

In 2015, the Company implemented multiple rounds of workforce reductions that created a reduction in Plan participation in excess of 20% of active employees participating in the Plan. As described in IRS Revenue Ruling 2007-28, a partial termination is presumed to occur with respect to a plan if 20% of employees participating in the plan are terminated. Because the reductions in force affected more than 20% of employees participating in the Plan, a partial termination has occurred for tax purposes.

Although it has not expressed any intent to do so, the Company has retained the right to amend, terminate, or otherwise modify the Plan, including the right to discontinue the contributions thereto, at any time, solely at the discretion of the Company. In the event of the termination of the Plan, the assets thereof shall be distributed in accordance with Section 4044 of ERISA. The Plan is a covered plan, under the plan termination insurance provisions of ERISA, and the PBGC guarantees the payments of certain benefits thereunder. Should the Plan terminate at some future time, its net assets generally will not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty while other benefits may not be provided for at all.

Retirement Plan of Marathon Oil Company
Notes to Financial Statements
December 31, 2015 and 2014

12. Income Tax Status

The IRS has determined and informed the Plan Administrator by letter dated March 25, 2015, that the Plan, as amended, meets the requirements of Code Section 401(a), and the trust is not subject to tax under present income tax law. This determination letter was applicable for the amendments executed September 24, 2014 and prior. The Plan administrator and the Plan's tax counsel believe that the Plan, as amended, is designed and is currently being operated in compliance with the applicable requirements of the Code. These remedial amendments were executed April 7, 2015.

U.S. GAAP requires the Plan Administrator to evaluate uncertain tax positions taken by the Plan. The Plan is required to recognize a tax liability if the position does not meet the more likely than not criteria based on its technical merit. The Plan Administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2015, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2012.

13. Commitments

At December 31, 2015 and 2014, the Plan had additional funding commitments related to various real estate and partnership investments amounting to \$8 million and \$10 million, respectively.

14. Subsequent Events

There are no subsequent events to report in relation to the December 31, 2015 reporting of the Plan.

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	BNY MELLON CASH RESERVE	INTEREST-BEARING CASH	0.010% 12/31/2049 DD 06/26/97	\$ 302,426.08	\$ 302,426.08
	SWAP COLLATERAL WITH MORGAN	INTEREST-BEARING CASH	STANLEY	\$ 972,478.60	\$ 972,478.60
	CHF (SWISS FRANC)	INTEREST-BEARING CASH		(2.21)	(2.19)
	GBP (GREAT BRITISH POUNDS)	INTEREST-BEARING CASH		14.76	14.75
	JPY (JAPANESE YEN)	INTEREST-BEARING CASH		(15.29)	(15.33)
	ILS (ISRAELI SHEKEL)	INTEREST-BEARING CASH		(0.45)	(0.45)
	CAD (CANADIAN DOLLARS)	INTEREST-BEARING CASH		1,620.83	1,620.83
	DKK (DANISH KRONE)	INTEREST-BEARING CASH		(9.12)	(9.07)
	BNY MELLON CASH RESERVE	INTEREST-BEARING CASH	0.010% 12/31/2049 DD 06/26/97	\$ 35.01	\$ 35.01
	COMMIT TO PUR FNMA SF MTG	U. S. GOVERNMENT SECURITIES	3.500% 01/01/2046 DD 01/01/16	\$ 5,162,307.80	\$ 5,158,600.00
	COMMIT TO PUR FNMA SF MTG	U. S. GOVERNMENT SECURITIES	3.500% 11/01/2045 DD 11/01/15	\$ 2,396,626.20	\$ 2,383,973.00
	FNMA POOL #0AM5186	U. S. GOVERNMENT SECURITIES	4.240% 01/01/2029 DD 01/01/14	\$ 174,792.66	\$ 170,892.50
	FNMA POOL #0AM6492	U. S. GOVERNMENT SECURITIES	3.760% 08/01/2034 DD 08/01/14	\$ 245,117.25	\$ 232,924.50
	FNMA POOL #0AM6501	U. S. GOVERNMENT SECURITIES	3.320% 08/01/2026 DD 08/01/14	\$ 417,580.00	\$ 407,672.00
	FNMA POOL #0AM6761	U. S. GOVERNMENT SECURITIES	3.570% 10/01/2029 DD 10/01/14	\$ 309,943.48	\$ 302,653.36
	FNMA POOL #0AM6835	U. S. GOVERNMENT SECURITIES	3.580% 10/01/2029 DD 10/01/14	\$ 122,121.08	\$ 119,229.29
	FNMA POOL #0AM8035	U. S. GOVERNMENT SECURITIES	2.660% 03/01/2027 DD 03/01/15	\$ 613,621.88	\$ 583,294.20
	FNMA POOL #0AM8036	U. S. GOVERNMENT SECURITIES	2.748% 03/01/2027 DD 03/01/15	\$ 628,710.94	\$ 597,637.50
	FNMA POOL #0AM7356	U. S. GOVERNMENT SECURITIES	3.380% 12/01/2029 DD 12/01/14	\$ 224,176.20	\$ 216,408.25
	FNMA POOL #0AM7357	U. S. GOVERNMENT SECURITIES	3.380% 12/01/2029 DD 12/01/14	\$ 546,273.00	\$ 528,438.75
	FNMA POOL #0AM7358	U. S. GOVERNMENT SECURITIES	3.380% 12/01/2029 DD 12/01/14	\$ 390,195.00	\$ 377,456.25
	FNMA POOL #0AM7493	U. S. GOVERNMENT SECURITIES	3.240% 12/01/2026 DD 12/01/14	\$ 165,068.80	\$ 162,368.00
	FNMA POOL #0AR9188	U. S. GOVERNMENT SECURITIES	2.500% 03/01/2043 DD 03/01/13	\$ 2,551,955.58	\$ 2,522,381.81
	FNMA POOL #0AT0238	U. S. GOVERNMENT SECURITIES	2.500% 03/01/2043 DD 03/01/13	\$ 329,446.58	\$ 325,621.94
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.000% 05/15/2042 DD 05/15/12	\$ 1,201,395.87	\$ 1,150,052.31
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.125% 08/15/2044 DD 08/15/14	\$ 1,238,044.00	\$ 1,175,288.50
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.000% 05/15/2045 DD 05/15/15	\$ 1,170,815.98	\$ 1,137,776.49
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	2.875% 08/15/2045 DD 08/15/15	\$ 219,005.31	\$ 215,608.62
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.000% 11/15/2045 DD 11/15/15	\$ 1,334,626.95	\$ 1,321,011.75

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	AMMC CLO XIV LTD 14A A1L 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 07/27/2026 DD 07/11/14	\$ 500,518.63	\$ 499,955.05
	ALABAMA POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.100% 01/15/2042 DD 01/18/12	\$ 206,794.00	\$ 190,186.00
	AMGEN INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.375% 06/01/2037 DD 12/01/07	\$ 327,249.00	\$ 302,783.00
	ANHEUSER-BUSCH INBEV WORLDWIDE	CORPORATE DEBT INSTRUMENTS - PREFERRED 8.200% 01/15/2039 DD 01/15/11	\$ 540,337.00	\$ 504,507.50
	ANHEUSER-BUSCH INBEV WORLDWIDE	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.750% 07/15/2042 DD 07/16/12	\$ 34,186.50	\$ 34,368.40
	ANHEUSER-BUSCH INBEV FINANCE I	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.000% 01/17/2043 DD 01/17/13	\$ 53,489.40	\$ 54,032.40
	APACHE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.100% 09/01/2040 DD 08/20/10	\$ 131,994.90	\$ 115,399.35
	APACHE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.750% 04/15/2043 DD 04/09/12	\$ 65,537.27	\$ 58,498.30
	APIDOS CLO XVI 16A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/19/2025 DD 01/09/14	\$ 334,688.45	\$ 330,326.75
	APPLE INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.850% 05/04/2043 DD 05/03/13	\$ 180,129.60	\$ 165,835.80
	APPLE INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.450% 02/09/2045 DD 02/09/15	\$ 84,246.05	\$ 73,181.60
	ASTRAZENECA PLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.375% 11/16/2025 DD 11/16/15	\$ 175,862.75	\$ 173,733.00
	ASTRAZENECA PLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.375% 11/16/2045 DD 11/16/15	\$ 212,901.22	\$ 215,436.45
	ATLAS SENIOR LOAN FU 6A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 10/15/2026 DD 09/25/14	\$ 466,490.04	\$ 465,130.80
	BB-UBS TRUST 2012- SHOW A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.430% 11/05/2036 DD 11/01/12	\$ 122,098.80	\$ 119,377.20
	BHP BILLITON FINANCE USA LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.850% 09/30/2023 DD 09/30/13	\$ 9,420.50	\$ 9,468.20
	BHP BILLITON FINANCE USA LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.000% 09/30/2043 DD 09/30/13	\$ 79,346.40	\$ 62,916.00
	BANC OF AMERICA COMMERCIA 4 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 02/10/2051 DD 11/01/07	\$ 108,603.77	\$ 103,657.20
	BEAR STEARNS COMMERCIAL T26 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/12/2045 DD 04/01/07	\$ 128,383.70	\$ 123,368.63
	BEAR STEARNS COMMERCIA PW16 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 06/11/2040 DD 06/01/07	\$ 178,779.59	\$ 169,679.82
	BERKSHIRE HATHAWAY INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.500% 02/11/2043 DD 02/11/13	\$ 142,169.30	\$ 130,900.90
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.750% 05/01/2040 DD 05/17/10	\$ 203,570.40	\$ 184,704.30
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.400% 06/01/2041 DD 05/19/11	\$ 214,725.60	\$ 195,690.60
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.400% 03/15/2042 DD 03/02/12	\$ 63,251.55	\$ 61,807.85
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.150% 05/01/2037 DD 04/13/07	\$ 72,388.25	\$ 64,475.95
	COMM 2014-UBS4 MORTGAG UBS4 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.694% 08/10/2047 DD 07/01/14	\$ 223,928.95	\$ 218,429.25
	CSAIL 2015-C1 COMMERCIAL C1 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.505% 04/15/2050 DD 03/01/15	\$ 545,896.82	\$ 533,158.80
	CSAIL 2015-C3 COMMERCIAL C3 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.718% 08/15/2048 DD 08/01/15	\$ 372,857.47	\$ 366,727.72
	CARLYLE GLOBAL MARKE 4A B 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 10/15/2026 DD 09/30/14	\$ 261,690.00	\$ 260,109.20

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	CATERPILLAR INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.300% 05/15/2044 DD 05/08/14	\$ 60,267.15	\$ 57,942.60
	CENT CLO 17 17A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/30/2025 DD 02/21/13	\$ 499,243.00	\$ 498,536.00
	CENT CLO 22 LTD 22A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 11/07/2026 DD 10/30/14	\$ 337,960.00	\$ 335,539.20
	CISCO SYSTEMS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.500% 01/15/2040 DD 11/17/09	\$ 162,272.50	\$ 152,456.20
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 7.050% 03/15/2033 DD 03/14/03	\$ 939,168.00	\$ 870,885.00
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.950% 08/15/2037 DD 08/23/07	\$ 211,335.00	\$ 195,732.00
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.750% 03/01/2044 DD 02/26/14	\$ 211,734.10	\$ 197,354.90
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.400% 08/15/2035 DD 05/27/15	\$ 99,939.00	\$ 100,596.00
	COMMERCIAL MORTGAGE LO LSI A4B	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 12/10/2049 DD 03/01/08	\$ 291,891.76	\$ 279,977.07
	CONNECTICUT LIGHT & POWER CO/T	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.300% 04/15/2044 DD 04/24/14	\$ 108,307.00	\$ 100,439.00
	CONOCOPHILLIPS	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.500% 02/01/2039 DD 02/03/09	\$ 232,513.75	\$ 184,416.75
	CONSOLIDATED EDISON CO OF NEW	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.200% 03/15/2042 DD 03/13/12	\$ 114,075.50	\$ 105,492.20
	CONSOLIDATED EDISON CO OF NEW	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.950% 03/01/2043 DD 02/28/13	\$ 299,202.00	\$ 277,089.00
	CONSOLIDATED EDISON CO OF NEW	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.625% 12/01/2054 DD 11/24/14	\$ 240,941.80	\$ 216,469.00
	COOPERATIEVE RABOBANK UA	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.250% 08/04/2045 DD 08/04/15	\$ 492,777.45	\$ 518,705.55
	CORP NACIONAL DEL COBRE D 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.500% 09/16/2025 DD 09/16/15	\$ 260,913.70	\$ 249,547.85
	CREDIT SUISSE MORTGAGE C C4 A3	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.467% 09/15/2039 DD 09/01/06	\$ 195,027.94	\$ 187,254.76
	DAIMLER FINANCE NORTH AMERICA	CORPORATE DEBT INSTRUMENTS - PREFERRED 8.500% 01/18/2031 DD 01/18/01	\$ 175,891.35	\$ 166,807.50
	DUKE ENERGY INDIANA LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.450% 04/01/2039 DD 03/23/09	\$ 169,694.40	\$ 153,752.40
	DUKE ENERGY CAROLINAS LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.100% 06/01/2037 DD 06/05/07	\$ 227,631.25	\$ 211,613.50
	DUKE ENERGY PROGRESS LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.200% 08/15/2045 DD 08/13/15	\$ 129,340.90	\$ 128,079.90
	ELECTRICITE DE FRANCE SA 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.875% 01/22/2044 DD 01/22/14	\$ 377,345.60	\$ 325,094.40
	ELECTRICITE DE FRANCE SA 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.950% 10/13/2045 DD 10/13/15	\$ 114,714.80	\$ 111,659.25
	FMR LLC 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.450% 11/15/2039 DD 11/02/09	\$ 324,917.50	\$ 308,532.50
	FLATIRON CLO 2014-1 1A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 07/17/2026 DD 07/15/14	\$ 685,501.20	\$ 681,368.10
	ORANGE SA	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 03/01/2031 DD 09/01/01	\$ 129,657.30	\$ 119,971.55
	GE CAPITAL INTERNATIONAL 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.418% 11/15/2035 DD 10/26/15	\$ 925,435.83	\$ 955,169.28
	GS MORTGAGE SECURI ALOH A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.551% 04/10/2034 DD 05/01/12	\$ 307,378.20	\$ 303,180.35
	GS MORTGAGE SECURI BWTR A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 2.954% 11/05/2034 DD 12/01/12	\$ 409,344.00	\$ 403,058.70

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	GTP ACQUISITION PARTNERS 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.482% 06/15/2050 DD 05/29/15	\$ 405,000.00	\$ 398,722.50
	GS MORTGAGE SECURITIES GC20 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.998% 04/10/2047 DD 04/01/14	\$ 278,852.60	\$ 271,785.80
	GALAXY XIX CLO LT 19A A1A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 01/24/2027 DD 02/25/15	\$ 678,973.20	\$ 674,192.80
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.500% 03/11/2044 DD 03/11/14	\$ 90,147.20	\$ 82,330.40
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.875% 01/14/2038 DD 01/14/08	\$ 253,334.00	\$ 244,712.00
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.875% 01/10/2039 DD 01/09/09	\$ 222,078.07	\$ 214,001.99
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.750% 03/15/2032 DD 03/20/02	\$ 163,905.60	\$ 156,793.20
	GEORGIA POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 03/15/2042 DD 03/06/12	\$ 157,524.00	\$ 138,541.50
	GEORGIA POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 03/15/2043 DD 03/15/13	\$ 81,886.50	\$ 68,850.00
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.650% 12/01/2041 DD 12/13/11	\$ 49,527.20	\$ 45,572.40
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.800% 04/01/2044 DD 03/07/14	\$ 87,369.00	\$ 75,295.50
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.500% 02/01/2045 DD 11/17/14	\$ 48,096.00	\$ 44,017.20
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 10/21/2045 DD 10/21/15	\$ 189,503.50	\$ 188,742.20
	HSBC HOLDINGS PLC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.800% 06/01/2038 DD 05/27/08	\$ 934,949.85	\$ 877,548.75
	HALLIBURTON CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.000% 11/15/2045 DD 11/13/15	\$ 109,965.90	\$ 108,739.40
	HIGHBRIDGE LOAN MA 2015 A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 05/05/2027 DD 04/28/15	\$ 343,758.00	\$ 340,356.37
	HOME DEPOT INC/THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.875% 12/16/2036 DD 12/19/06	\$ 372,210.00	\$ 347,369.40
	HOME DEPOT INC/THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.200% 04/01/2043 DD 04/05/13	\$ 67,770.30	\$ 65,113.10
	HOME DEPOT INC/THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.400% 03/15/2045 DD 06/12/14	\$ 354,209.68	\$ 330,739.20
	INTEL CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.900% 07/29/2045 DD 07/29/15	\$ 220,633.20	\$ 221,961.60
	INTERCONTINENTAL EXCHANGE INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.750% 12/01/2025 DD 11/24/15	\$ 129,977.90	\$ 130,357.50
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.400% 05/15/2038 DD 05/22/08	\$ 503,017.90	\$ 490,705.60
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.600% 07/15/2041 DD 07/21/11	\$ 69,128.95	\$ 63,484.85
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.850% 02/01/2044 DD 01/28/14	\$ 116,515.75	\$ 117,279.80
	JPMBB COMMERCIAL MORTGA C17 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.199% 01/15/2047 DD 12/01/13	\$ 163,936.50	\$ 159,142.50
	JPMBB COMMERCIAL MORTGA C19 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.997% 04/15/2047 DD 05/01/14	\$ 279,754.80	\$ 271,606.40
	JPMBB COMMERCIAL MORTGA C21 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.775% 08/15/2047 DD 07/01/14	\$ 227,386.15	\$ 221,187.70
	JPMBB COMMERCIAL MORTGA C26 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.494% 01/15/2048 DD 12/01/14	\$ 497,202.60	\$ 486,813.90
	LB-UBS COMMERCIAL MORTGA C2 A3	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.430% 02/15/2040 DD 04/11/07	\$ 225,926.78	\$ 216,734.04

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	ELI LILLY & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.700% 03/01/2045 DD 03/05/15	\$ 59,709.00	\$ 56,125.20
	LOWE'S COS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.650% 09/15/2037 DD 09/11/07	\$ 132,069.00	\$ 123,213.10
	LOWE'S COS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.375% 09/15/2045 DD 09/16/15	\$ 53,697.60	\$ 56,527.90
	MADISON PARK FUND 11A A1A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 10/23/2025 DD 09/19/13	\$ 354,771.40	\$ 354,099.63
	MASSACHUSETTS MUTUAL LIFE 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	8.875% 06/01/2039 DD 06/01/09	\$ 274,295.00	\$ 246,857.00
	MCDONALD'S CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.625% 05/01/2043 DD 05/06/13	\$ 74,100.80	\$ 65,841.60
	MEDTRONIC INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.375% 03/15/2035 DD 03/15/15	\$ 749,806.60	\$ 702,533.80
	MEMORIAL SLOAN-KETTERING CANCER	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.125% 07/01/2052 DD 12/05/12	\$ 74,566.50	\$ 70,021.50
	MEMORIAL SLOAN-KETTERING CANCER	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.200% 07/01/2055 DD 02/11/15	\$ 14,945.55	\$ 14,440.35
	MERCK & CO INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.700% 02/10/2045 DD 02/10/15	\$ 347,987.50	\$ 323,207.50
	MICROSOFT CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.500% 02/12/2035 DD 02/12/15	\$ 192,757.50	\$ 180,228.75
	MICROSOFT CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.450% 11/03/2045 DD 11/03/15	\$ 314,180.25	\$ 324,834.30
	MICROSOFT CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 11/03/2055 DD 11/03/15	\$ 148,986.05	\$ 150,191.00
	MORGAN STANLEY BANK OF C14 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.064% 02/15/2047 DD 02/01/14	\$ 382,874.60	\$ 374,585.35
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.000% 07/23/2025 DD 07/23/15	\$ 50,979.98	\$ 51,488.50
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS - PREFERRED	7.250% 04/01/2032 DD 04/03/02	\$ 171,127.50	\$ 163,818.75
	MORGAN STANLEY CAPITAL T27 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 06/11/2042 DD 07/01/07	\$ 32,121.40	\$ 30,830.65
	MORGAN STANLEY CAPITAL IQ14 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 04/15/2049 DD 05/01/07	\$ 269,180.00	\$ 256,407.50
	MORGAN STANLEY CAPITAL IQ16 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.809% 12/12/2049 DD 11/01/07	\$ 212,542.70	\$ 204,220.24
	MORGAN STANLEY BANK OF C17 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.741% 08/15/2047 DD 08/01/14	\$ 342,286.75	\$ 334,538.75
	NATIONWIDE MUTUAL INSURANCE 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	9.375% 08/15/2039 DD 08/10/09	\$ 499,104.90	\$ 457,203.60
	NEW YORK LIFE INSURANCE C 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.750% 11/15/2039 DD 10/08/09	\$ 201,822.60	\$ 186,024.85
	OCP CLO 2015-8 LTD 8A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 04/17/2027 DD 04/30/15	\$ 479,520.00	\$ 473,739.84
	OHA CREDIT PARTNERS 7A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 11/20/2023 DD 11/08/12	\$ 427,119.00	\$ 424,994.80
	OZLM XII LTD 12A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 04/30/2027 DD 05/28/15	\$ 528,463.00	\$ 523,359.10
	OAKTREE EIF II SERI B1A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 02/15/2026 DD 03/17/15	\$ 545,000.00	\$ 540,461.29
	OCTAGON INVESTMENT P 1A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 07/17/2025 DD 06/13/13	\$ 297,999.95	\$ 298,457.75
	ORACLE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.125% 07/08/2039 DD 07/08/09	\$ 358,303.20	\$ 333,739.20
	ORACLE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.375% 07/15/2040 DD 07/15/11	\$ 11,996.10	\$ 11,124.50

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	PECO ENERGY CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.800% 10/15/2043 DD 09/23/13	\$ 208,430.25	\$ 188,821.50
	DUKE ENERGY INDIANA LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.120% 10/15/2035 DD 10/21/05	\$ 225,732.50	\$ 209,550.25
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.750% 08/15/2042 DD 08/16/12	\$ 238,975.00	\$ 222,697.50
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.750% 02/15/2044 DD 02/21/14	\$ 203,463.00	\$ 192,240.90
	PACIFIC LIFE INSURANCE CO 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 9.250% 06/15/2039 DD 06/19/09	\$ 188,760.00	\$ 174,319.20
	PACIFICORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.250% 10/15/2037 DD 10/03/07	\$ 405,990.00	\$ 371,091.00
	PETROLEOS MEXICANOS 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.625% 01/23/2046 DD 01/23/15	\$ 168,700.00	\$ 133,910.00
	PFIZER INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 7.200% 03/15/2039 DD 03/24/09	\$ 174,450.00	\$ 165,259.20
	PHILIP MORRIS INTERNATIONAL IN	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.250% 11/10/2044 DD 11/10/14	\$ 284,726.40	\$ 270,404.40
	PHILLIPS 66	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.875% 11/15/2044 DD 11/17/14	\$ 15,353.25	\$ 13,382.40
	POTOMAC ELECTRIC POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.500% 11/15/2037 DD 11/16/07	\$ 194,840.80	\$ 179,898.60
	QUALCOMM INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.650% 05/20/2035 DD 05/20/15	\$ 74,247.00	\$ 69,568.50
	RAYTHEON CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.200% 12/15/2044 DD 12/02/14	\$ 233,979.15	\$ 221,064.80
	ROCHE HOLDINGS INC 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.000% 11/28/2044 DD 11/28/14	\$ 236,985.64	\$ 228,089.25
	SFAVE COMMERCIAL 5AVE A2B 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/05/2043 DD 02/01/15	\$ 238,437.50	\$ 236,512.50
	SHACKLETON 2014-VI 6A A2 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 07/17/2026 DD 07/08/14	\$ 403,941.91	\$ 409,845.70
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.375% 12/15/2038 DD 12/11/08	\$ 134,382.00	\$ 118,220.00
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.550% 08/12/2043 DD 08/12/13	\$ 54,871.00	\$ 48,601.50
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.125% 05/11/2035 DD 05/11/15	\$ 257,831.60	\$ 248,177.80
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.375% 05/11/2045 DD 05/11/15	\$ 175,417.20	\$ 165,212.25
	SOUND POINT CLO IV L 3A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/21/2026 DD 12/17/13	\$ 448,519.50	\$ 444,388.34
	SOUTH CAROLINA ELECTRIC & GAS	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.600% 06/15/2043 DD 06/14/13	\$ 179,635.49	\$ 165,627.00
	SOUTH CAROLINA ELECTRIC & GAS	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.100% 06/01/2065 DD 05/22/15	\$ 228,193.90	\$ 234,513.00
	SOUTHERN CALIFORNIA EDISON CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.650% 10/01/2043 DD 10/02/13	\$ 537,947.00	\$ 501,424.25
	STATOIL ASA	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.250% 11/23/2041 DD 11/23/11	\$ 212,970.40	\$ 202,568.70
	TEACHERS INSURANCE & ANNU 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.850% 12/16/2039 DD 12/16/09	\$ 308,677.58	\$ 279,421.88
	TRANSCANADA PIPELINES LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 7.625% 01/15/2039 DD 01/09/09	\$ 103,068.00	\$ 91,935.75
	TRANSCANADA PIPELINES LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.200% 10/15/2037 DD 10/05/07	\$ 70,760.40	\$ 63,132.00
	TRINITY HEALTH CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.125% 12/01/2045 DD 02/12/15	\$ 159,841.60	\$ 151,652.80

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	UNION PACIFIC CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 12/15/2043 DD 10/25/13	\$ 39,656.40	\$ 37,613.10
	UNION PACIFIC CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.850% 06/15/2044 DD 01/10/14	\$ 68,859.00	\$ 65,114.40
	UNITED TECHNOLOGIES CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.500% 06/01/2042 DD 06/01/12	\$ 397,408.35	\$ 367,569.60
	UNITEDHEALTH GROUP INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.800% 03/15/2036 DD 03/02/06	\$ 309,555.00	\$ 294,997.50
	UNITEDHEALTH GROUP INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.625% 07/15/2035 DD 07/23/15	\$ 162,907.40	\$ 166,099.20
	UNITEDHEALTH GROUP INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 07/15/2045 DD 07/23/15	\$ 74,875.99	\$ 78,996.75
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.522% 09/15/2048 DD 03/13/15	\$ 776,467.37	\$ 727,960.20
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.672% 03/15/2055 DD 03/13/15	\$ 929,156.86	\$ 864,727.20
	VIRGINIA ELECTRIC & POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	8.875% 11/15/2038 DD 11/06/08	\$ 544,355.50	\$ 510,805.75
	VISA INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.150% 12/14/2035 DD 12/14/15	\$ 209,716.50	\$ 212,011.80
	VISA INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 12/14/2045 DD 12/14/15	\$ 144,757.85	\$ 147,111.20
	WFRBS COMMERCIAL MORTGA C20 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.995% 05/15/2047 DD 05/01/14	\$ 338,202.90	\$ 330,126.30
	VOYA CLO 2014-3 LTD 3A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 07/25/2026 DD 07/31/14	\$ 456,044.00	\$ 455,423.00
	WFRBS COMMERCIAL MORTGA C19 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.101% 03/15/2047 DD 03/01/14	\$ 221,939.15	\$ 216,555.85
	WFRBS COMMERCIAL MORTGA C21 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.678% 08/15/2047 DD 08/01/14	\$ 324,870.70	\$ 317,108.30
	WACHOVIA CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.500% 08/01/2035 DD 08/01/05	\$ 205,443.00	\$ 194,481.00
	WAL-MART STORES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.500% 08/15/2037 DD 08/24/07	\$ 584,808.50	\$ 548,951.25
	WAL-MART STORES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.200% 04/15/2038 DD 04/15/08	\$ 669,660.00	\$ 626,960.00
	WAL-MART STORES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.000% 04/11/2043 DD 04/11/13	\$ 155,622.00	\$ 145,663.50
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.606% 01/15/2044 DD 11/26/13	\$ 1,081,888.47	\$ 1,013,140.80
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.100% 06/03/2026 DD 06/03/14	\$ 204,412.00	\$ 201,878.00
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 07/22/2027 DD 07/22/15	\$ 94,639.00	\$ 97,045.35
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.550% 09/29/2025 DD 09/28/15	\$ 4,991.25	\$ 5,045.00
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.900% 11/17/2045 DD 11/17/15	\$ 64,980.17	\$ 65,579.80
	WELLS FARGO COMMERCIAL LC16 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.817% 08/15/2050 DD 06/01/14	\$ 227,407.65	\$ 222,219.70
	WFRBS COMMERCIAL MORTG LC14 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.045% 03/15/2047 DD 02/01/14	\$ 339,025.05	\$ 331,509.15
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	7.625% 04/15/2031 DD 04/19/01	\$ 55,765.20	\$ 49,494.00
	AON PLC	CORPORATE DEBT INSTRUMENTS	4.600% 06/14/2044 DD 05/28/14	\$ 166,155.20	\$ 154,041.60
	AT&T INC	CORPORATE DEBT INSTRUMENTS	4.300% 12/15/2042 DD 06/15/13	\$ 256,691.70	\$ 230,715.00

Retirement Plan of Marathon Oil Company
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	AT&T INC	CORPORATE DEBT INSTRUMENTS 4.350% 06/15/2045 DD 06/15/13	\$ 339,390.00	\$ 307,969.20
	AT&T INC	CORPORATE DEBT INSTRUMENTS 4.800% 06/15/2044 DD 06/10/14	\$ 91,706.40	\$ 82,452.60
	AT&T INC	CORPORATE DEBT INSTRUMENTS 4.500% 05/15/2035 DD 05/04/15	\$ 199,422.00	\$ 184,972.00
	AT&T INC	CORPORATE DEBT INSTRUMENTS 4.750% 05/15/2046 DD 05/04/15	\$ 423,792.25	\$ 393,708.00
	ABBVIE INC	CORPORATE DEBT INSTRUMENTS 4.500% 05/14/2035 DD 05/14/15	\$ 119,170.80	\$ 117,552.00
	ACTAVIS FUNDING SCS	CORPORATE DEBT INSTRUMENTS 3.850% 06/15/2024 DD 06/19/14	\$ 201,022.00	\$ 200,356.00
	ACTAVIS FUNDING SCS	CORPORATE DEBT INSTRUMENTS 4.550% 03/15/2035 DD 03/12/15	\$ 557,592.00	\$ 544,241.60
	ACTAVIS FUNDING SCS	CORPORATE DEBT INSTRUMENTS 4.750% 03/15/2045 DD 03/12/15	\$ 4,768.14	\$ 4,875.25
	AETNA INC	CORPORATE DEBT INSTRUMENTS 4.125% 11/15/2042 DD 11/07/12	\$ 60,286.80	\$ 56,141.40
	AGRIUM INC	CORPORATE DEBT INSTRUMENTS 7.125% 05/23/2036 DD 05/24/06	\$ 45,546.55	\$ 42,050.75
	AGRIUM INC	CORPORATE DEBT INSTRUMENTS 4.125% 03/15/2035 DD 03/02/15	\$ 247,116.16	\$ 221,169.00
	ALLSTATE CORP/THE	CORPORATE DEBT INSTRUMENTS VAR RT 08/15/2053 DD 08/08/13	\$ 89,568.75	\$ 87,380.00
	ALTRIA GROUP INC	CORPORATE DEBT INSTRUMENTS 9.950% 11/10/2038 DD 11/10/08	\$ 155,669.15	\$ 145,861.17
	ALTRIA GROUP INC	CORPORATE DEBT INSTRUMENTS 10.200% 02/06/2039 DD 02/06/09	\$ 113,174.10	\$ 106,590.25
	AMAZON.COM INC	CORPORATE DEBT INSTRUMENTS 4.950% 12/05/2044 DD 12/05/14	\$ 243,296.47	\$ 239,611.50
	HESS CORP	CORPORATE DEBT INSTRUMENTS 7.875% 10/01/2029 DD 10/01/99	\$ 44,787.05	\$ 38,231.90
	HESS CORP	CORPORATE DEBT INSTRUMENTS 7.300% 08/15/2031 DD 08/15/01	\$ 136,664.00	\$ 109,211.30
	AMERICAN INTERNATIONAL GROUP I	CORPORATE DEBT INSTRUMENTS 4.500% 07/16/2044 DD 07/16/14	\$ 132,063.75	\$ 115,595.00
	AMERICAN INTERNATIONAL GROUP I	CORPORATE DEBT INSTRUMENTS 4.375% 01/15/2055 DD 01/15/15	\$ 169,235.00	\$ 146,079.30
	AMERICAN INTERNATIONAL GROUP I	CORPORATE DEBT INSTRUMENTS 4.700% 07/10/2035 DD 07/10/15	\$ 173,944.75	\$ 173,937.75
	AMGEN INC	CORPORATE DEBT INSTRUMENTS 5.150% 11/15/2041 DD 11/10/11	\$ 197,251.25	\$ 177,665.25
	ANADARKO PETROLEUM CORP	CORPORATE DEBT INSTRUMENTS 7.950% 06/15/2039 DD 06/12/09	\$ 415,254.45	\$ 325,898.60
	ANADARKO PETROLEUM CORP	CORPORATE DEBT INSTRUMENTS 4.500% 07/15/2044 DD 07/07/14	\$ 114,902.50	\$ 95,697.50
	BPCE SA 144A	CORPORATE DEBT INSTRUMENTS 5.150% 07/21/2024 DD 01/21/14	\$ 412,188.00	\$ 403,360.00
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS 5.000% 01/21/2044 DD 01/21/14	\$ 42,893.20	\$ 41,747.60
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS 4.000% 01/22/2025 DD 01/22/15	\$ 49,698.50	\$ 48,946.50
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS 3.950% 04/21/2025 DD 04/21/15	\$ 174,483.75	\$ 170,409.75
	BARCLAYS PLC	CORPORATE DEBT INSTRUMENTS 5.250% 08/17/2045 DD 08/17/15	\$ 224,460.00	\$ 226,640.25
	BARRICK NORTH AMERICA FINANCE	CORPORATE DEBT INSTRUMENTS 5.700% 05/30/2041 DD 06/01/11	\$ 147,268.50	\$ 100,566.00

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	BRANDYWINE OPERATING PARTNERSH	CORPORATE DEBT INSTRUMENTS	3.950% 02/15/2023 DD 12/18/12	\$ 191,615.00	\$ 184,965.00
	SKY PLC 144A	CORPORATE DEBT INSTRUMENTS	3.750% 09/16/2024 DD 09/16/14	\$ 206,254.60	\$ 200,219.40
	CBS CORP	CORPORATE DEBT INSTRUMENTS	4.900% 08/15/2044 DD 08/19/14	\$ 132,009.80	\$ 118,289.60
	CF INDUSTRIES INC	CORPORATE DEBT INSTRUMENTS	4.950% 06/01/2043 DD 05/23/13	\$ 164,478.60	\$ 140,294.55
	CF INDUSTRIES INC	CORPORATE DEBT INSTRUMENTS	5.375% 03/15/2044 DD 03/11/14	\$ 43,155.60	\$ 34,788.80
	CRH AMERICA INC 144A	CORPORATE DEBT INSTRUMENTS	5.125% 05/18/2045 DD 05/18/15	\$ 197,554.00	\$ 200,114.00
	CSX CORP	CORPORATE DEBT INSTRUMENTS	6.220% 04/30/2040 DD 03/24/10	\$ 97,693.50	\$ 88,345.50
	CSX CORP	CORPORATE DEBT INSTRUMENTS	4.400% 03/01/2043 DD 02/28/12	\$ 114,576.00	\$ 103,577.10
	CVS HEALTH CORP	CORPORATE DEBT INSTRUMENTS	5.750% 05/15/2041 DD 05/12/11	\$ 103,426.29	\$ 89,776.00
	CVS HEALTH CORP	CORPORATE DEBT INSTRUMENTS	4.875% 07/20/2035 DD 07/20/15	\$ 224,010.00	\$ 232,310.25
	CVS HEALTH CORP	CORPORATE DEBT INSTRUMENTS	5.125% 07/20/2045 DD 07/20/15	\$ 491,840.85	\$ 505,646.40
	CANADIAN NATURAL RESOURCES LTD	CORPORATE DEBT INSTRUMENTS	6.250% 03/15/2038 DD 03/19/07	\$ 328,096.05	\$ 268,503.10
	CARDINAL HEALTH INC	CORPORATE DEBT INSTRUMENTS	4.500% 11/15/2044 DD 11/19/14	\$ 133,854.50	\$ 125,476.00
	CARLYLE GLOBAL MARK 1A BR 144A	CORPORATE DEBT INSTRUMENTS	VAR RT 04/20/2022 DD 04/20/15	\$ 255,000.00	\$ 252,631.05
	CELGENE CORP	CORPORATE DEBT INSTRUMENTS	4.625% 05/15/2044 DD 05/15/14	\$ 296,830.76	\$ 269,208.15
	CELGENE CORP	CORPORATE DEBT INSTRUMENTS	5.000% 08/15/2045 DD 08/12/15	\$ 151,032.00	\$ 150,583.50
	CENOVUS ENERGY INC	CORPORATE DEBT INSTRUMENTS	6.750% 11/15/2039 DD 05/15/10	\$ 119,617.05	\$ 99,843.45
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	4.464% 07/23/2022 DD 07/23/15	\$ 115,172.05	\$ 114,598.65
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	4.908% 07/23/2025 DD 07/23/15	\$ 34,994.61	\$ 34,966.05
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	6.384% 10/23/2035 DD 07/23/15	\$ 344,507.80	\$ 343,512.20
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	6.484% 10/23/2045 DD 07/23/15	\$ 146,582.86	\$ 145,237.80
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	6.834% 10/23/2055 DD 07/23/15	\$ 46,000.00	\$ 45,321.04
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	5.500% 09/13/2025 DD 09/13/13	\$ 294,879.95	\$ 293,082.30
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	4.400% 06/10/2025 DD 06/10/15	\$ 174,286.00	\$ 176,751.75
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	4.650% 07/30/2045 DD 07/30/15	\$ 284,858.06	\$ 289,218.00
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	4.450% 09/29/2027 DD 09/29/15	\$ 673,526.85	\$ 670,531.50
	COMISION FEDERAL DE ELECT 144A	CORPORATE DEBT INSTRUMENTS	6.125% 06/16/2045 DD 06/16/15	\$ 223,078.50	\$ 206,437.50
	CONOCOPHILLIPS	CORPORATE DEBT INSTRUMENTS	5.900% 10/15/2032 DD 10/09/02	\$ 185,008.50	\$ 153,472.50
	CONTINENTAL RESOURCES INC/OK	CORPORATE DEBT INSTRUMENTS	5.000% 09/15/2022 DD 03/08/12	\$ 46,728.12	\$ 36,875.00

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	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	6.950% 06/01/2038 DD 06/05/08	\$ 207,863.70	\$ 164,156.85
	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	8.375% 03/01/2039 DD 02/20/09	\$ 57,026.40	\$ 44,078.40
	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	4.500% 06/30/2043 DD 05/01/13	\$ 63,361.50	\$ 54,841.50
	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	4.800% 02/01/2035 DD 12/08/14	\$ 139,732.77	\$ 111,680.10
	DELPHI AUTOMOTIVE PLC	CORPORATE DEBT INSTRUMENTS	4.250% 01/15/2026 DD 11/19/15	\$ 200,974.00	\$ 200,892.00
	DEUTSCHE TELEKOM INTERNATIONAL	CORPORATE DEBT INSTRUMENTS	VAR RT 06/15/2030 DD 07/06/00	\$ 324,975.20	\$ 305,016.80
	DEVON ENERGY CORP	CORPORATE DEBT INSTRUMENTS	4.750% 05/15/2042 DD 05/14/12	\$ 206,369.40	\$ 145,539.75
	DEVON ENERGY CORP	CORPORATE DEBT INSTRUMENTS	5.850% 12/15/2025 DD 12/15/15	\$ 34,984.25	\$ 34,038.90
	DIRECTV HOLDINGS LLC / DIRECTV	CORPORATE DEBT INSTRUMENTS	5.150% 03/15/2042 DD 03/08/12	\$ 308,807.95	\$ 289,025.40
	DOMINION RESOURCES INC/VA	CORPORATE DEBT INSTRUMENTS	4.050% 09/15/2042 DD 09/13/12	\$ 170,702.00	\$ 154,409.50
	DOMINION RESOURCES INC/VA	CORPORATE DEBT INSTRUMENTS	4.700% 12/01/2044 DD 11/25/14	\$ 239,440.50	\$ 219,206.25
	ERAC USA FINANCE LLC 144A	CORPORATE DEBT INSTRUMENTS	7.000% 10/15/2037 DD 10/17/07	\$ 202,555.73	\$ 188,896.95
	ERAC USA FINANCE LLC 144A	CORPORATE DEBT INSTRUMENTS	5.625% 03/15/2042 DD 03/15/12	\$ 85,654.40	\$ 85,859.20
	ERAC USA FINANCE LLC 144A	CORPORATE DEBT INSTRUMENTS	4.500% 02/15/2045 DD 02/18/15	\$ 88,963.20	\$ 83,691.90
	ENABLE MIDSTREAM PARTNERS LP	CORPORATE DEBT INSTRUMENTS	VAR RT 05/15/2044 DD 11/15/15	\$ 183,686.10	\$ 115,046.10
	ENCANA CORP	CORPORATE DEBT INSTRUMENTS	6.625% 08/15/2037 DD 08/13/07	\$ 343,053.90	\$ 254,838.15
	ENERGY TRANSFER PARTNERS LP	CORPORATE DEBT INSTRUMENTS	7.500% 07/01/2038 DD 03/28/08	\$ 273,048.59	\$ 203,198.60
	ENERGY TRANSFER PARTNERS LP	CORPORATE DEBT INSTRUMENTS	5.150% 03/15/2045 DD 03/12/15	\$ 105,285.40	\$ 91,886.60
	ENERGY TRANSFER PARTNERS LP	CORPORATE DEBT INSTRUMENTS	4.750% 01/15/2026 DD 06/23/15	\$ 147,792.50	\$ 126,162.00
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	4.850% 03/15/2044 DD 03/18/13	\$ 46,382.00	\$ 40,481.50
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	5.100% 02/15/2045 DD 02/12/14	\$ 134,398.75	\$ 104,705.00
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	4.950% 10/15/2054 DD 10/14/14	\$ 97,236.30	\$ 74,317.55
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	4.900% 05/15/2046 DD 05/07/15	\$ 32,659.90	\$ 28,601.65
	FEDEX CORP	CORPORATE DEBT INSTRUMENTS	5.100% 01/15/2044 DD 01/09/14	\$ 307,066.52	\$ 274,571.80
	FEDEX CORP	CORPORATE DEBT INSTRUMENTS	4.100% 02/01/2045 DD 01/09/15	\$ 40,420.45	\$ 40,099.05
	FIFTH THIRD BANCORP	CORPORATE DEBT INSTRUMENTS	8.250% 03/01/2038 DD 03/04/08	\$ 142,707.09	\$ 132,280.85
	FORD MOTOR CO	CORPORATE DEBT INSTRUMENTS	6.625% 10/01/2028 DD 09/30/98	\$ 87,666.00	\$ 86,595.75
	FORD MOTOR CO	CORPORATE DEBT INSTRUMENTS	7.450% 07/16/2031 DD 07/16/99	\$ 714,428.25	\$ 647,855.25
	FREEMPORT-MCMORAN INC	CORPORATE DEBT INSTRUMENTS	5.450% 03/15/2043 DD 09/15/13	\$ 33,094.95	\$ 18,200.00

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	GENERAL MOTORS CO	CORPORATE DEBT INSTRUMENTS	6.250% 10/02/2043 DD 04/02/14	\$ 409,251.75	\$ 380,354.40
	GENERAL MOTORS CO	CORPORATE DEBT INSTRUMENTS	5.000% 04/01/2035 DD 11/12/14	\$ 105,898.25	\$ 102,654.20
	GENERAL MOTORS CO	CORPORATE DEBT INSTRUMENTS	5.200% 04/01/2045 DD 11/12/14	\$ 51,311.24	\$ 46,886.50
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS	4.750% 03/01/2046 DD 09/14/15	\$ 110,541.57	\$ 112,335.33
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS	4.600% 09/01/2035 DD 09/14/15	\$ 134,547.75	\$ 137,272.05
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	4.800% 07/08/2044 DD 07/08/14	\$ 48,198.59	\$ 44,739.00
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	6.750% 10/01/2037 DD 10/03/07	\$ 722,993.50	\$ 672,140.50
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	6.250% 02/01/2041 DD 01/28/11	\$ 461,411.10	\$ 435,372.00
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	4.250% 10/21/2025 DD 10/21/15	\$ 9,930.00	\$ 9,923.60
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	5.150% 05/22/2045 DD 05/22/15	\$ 258,310.00	\$ 252,561.40
	HCP INC	CORPORATE DEBT INSTRUMENTS	6.750% 02/01/2041 DD 01/24/11	\$ 128,953.00	\$ 114,761.90
	HCP INC	CORPORATE DEBT INSTRUMENTS	4.200% 03/01/2024 DD 02/21/14	\$ 149,628.00	\$ 149,007.00
	HARTFORD FINANCIAL SERVICES GR	CORPORATE DEBT INSTRUMENTS	5.950% 10/15/2036 DD 10/03/06	\$ 270,419.60	\$ 252,300.40
	HARTFORD FINANCIAL SERVICES GR	CORPORATE DEBT INSTRUMENTS	6.625% 04/15/2042 DD 04/05/12	\$ 89,577.80	\$ 79,257.10
	WELLTOWER INC	CORPORATE DEBT INSTRUMENTS	6.500% 03/15/2041 DD 03/14/11	\$ 131,408.00	\$ 116,715.00
	WELLTOWER INC	CORPORATE DEBT INSTRUMENTS	4.000% 06/01/2025 DD 05/26/15	\$ 247,917.27	\$ 245,917.50
	KRAFT HEINZ FOODS CO 144A	CORPORATE DEBT INSTRUMENTS	5.000% 07/15/2035 DD 07/02/15	\$ 79,239.20	\$ 81,961.60
	KRAFT HEINZ FOODS CO 144A	CORPORATE DEBT INSTRUMENTS	5.200% 07/15/2045 DD 07/02/15	\$ 20,926.70	\$ 20,898.20
	HESS CORP	CORPORATE DEBT INSTRUMENTS	6.000% 01/15/2040 DD 12/14/09	\$ 24,937.00	\$ 22,162.75
	HESS CORP	CORPORATE DEBT INSTRUMENTS	5.600% 02/15/2041 DD 08/10/10	\$ 397,274.50	\$ 316,095.00
	HUMANA INC	CORPORATE DEBT INSTRUMENTS	4.950% 10/01/2044 DD 09/19/14	\$ 228,609.50	\$ 213,583.15
	INTERNATIONAL PAPER CO	CORPORATE DEBT INSTRUMENTS	6.000% 11/15/2041 DD 11/16/11	\$ 158,048.55	\$ 141,578.55
	INTERNATIONAL PAPER CO	CORPORATE DEBT INSTRUMENTS	4.800% 06/15/2044 DD 06/10/14	\$ 97,014.00	\$ 86,423.40
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS	5.625% 08/16/2043 DD 08/21/13	\$ 180,249.50	\$ 168,671.00
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS	4.950% 06/01/2045 DD 05/29/15	\$ 248,220.00	\$ 249,952.50
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS	4.250% 10/01/2027 DD 09/25/15	\$ 293,982.25	\$ 294,294.95
	JP MORGAN CHASE CO WLDN A 144A	CORPORATE DEBT INSTRUMENTS	3.905% 05/05/2030 DD 05/01/12	\$ 315,304.97	\$ 313,066.76
	KANSAS CITY SOUTHERN 144A	CORPORATE DEBT INSTRUMENTS	4.300% 05/15/2043 DD 12/09/15	\$ 152,902.68	\$ 148,734.30
	KANSAS CITY SOUTHERN 144A	CORPORATE DEBT INSTRUMENTS	4.950% 08/15/2045 DD 12/09/15	\$ 151,365.38	\$ 146,886.00

Retirement Plan of Marathon Oil Company
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	KIMCO REALTY CORP	CORPORATE DEBT INSTRUMENTS	4.250% 04/01/2045 DD 03/30/15	\$ 163,259.25	\$ 151,453.50
	KINDER MORGAN ENERGY PARTNERS	CORPORATE DEBT INSTRUMENTS	6.950% 01/15/2038 DD 06/21/07	\$ 167,348.85	\$ 124,541.95
	KINDER MORGAN ENERGY PARTNERS	CORPORATE DEBT INSTRUMENTS	5.000% 08/15/2042 DD 08/13/12	\$ 38,014.80	\$ 29,512.80
	KINDER MORGAN INC/DE	CORPORATE DEBT INSTRUMENTS	5.550% 06/01/2045 DD 11/26/14	\$ 41,294.98	\$ 31,225.20
	KINDER MORGAN INC/DE	CORPORATE DEBT INSTRUMENTS	5.050% 02/15/2046 DD 02/26/15	\$ 344,254.80	\$ 255,855.45
	KRAFT HEINZ FOODS CO	CORPORATE DEBT INSTRUMENTS	6.875% 01/26/2039 DD 07/26/12	\$ 66,088.00	\$ 59,260.00
	KROGER CO/THE	CORPORATE DEBT INSTRUMENTS	5.150% 08/01/2043 DD 07/25/13	\$ 148,011.50	\$ 136,190.60
	LABORATORY CORP OF AMERICA HOL	CORPORATE DEBT INSTRUMENTS	4.700% 02/01/2045 DD 01/30/15	\$ 158,777.60	\$ 146,185.60
	LIBERTY PROPERTY LP	CORPORATE DEBT INSTRUMENTS	3.375% 06/15/2023 DD 12/10/12	\$ 112,114.65	\$ 109,069.45
	LIBERTY PROPERTY LP	CORPORATE DEBT INSTRUMENTS	4.400% 02/15/2024 DD 09/27/13	\$ 199,338.50	\$ 192,585.90
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	4.070% 12/15/2042 DD 12/14/12	\$ 46,365.02	\$ 41,643.90
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	3.600% 03/01/2035 DD 02/20/15	\$ 143,750.10	\$ 129,667.70
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	3.800% 03/01/2045 DD 02/20/15	\$ 148,380.00	\$ 132,955.50
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	4.500% 05/15/2036 DD 11/23/15	\$ 29,437.20	\$ 30,372.00
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	4.700% 05/15/2046 DD 11/23/15	\$ 202,958.10	\$ 209,995.85
	MARSH & MCLENNAN COS INC	CORPORATE DEBT INSTRUMENTS	3.500% 03/10/2025 DD 09/10/14	\$ 125,795.00	\$ 123,060.00
	MARSH & MCLENNAN COS INC	CORPORATE DEBT INSTRUMENTS	3.750% 03/14/2026 DD 09/14/15	\$ 49,961.50	\$ 50,066.00
	MCKESSON CORP	CORPORATE DEBT INSTRUMENTS	4.883% 03/15/2044 DD 03/10/14	\$ 176,251.20	\$ 159,920.00
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	6.110% 01/29/2037 DD 01/29/07	\$ 183,016.25	\$ 175,878.50
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	7.750% 05/14/2038 DD 05/14/08	\$ 663,781.00	\$ 637,686.60
	BERKSHIRE HATHAWAY ENERGY CO	CORPORATE DEBT INSTRUMENTS	6.125% 04/01/2036 DD 10/01/06	\$ 647,009.95	\$ 600,562.10
	BERKSHIRE HATHAWAY ENERGY CO	CORPORATE DEBT INSTRUMENTS	5.150% 11/15/2043 DD 11/08/13	\$ 181,044.80	\$ 168,836.80
	MOLSON COORS BREWING CO	CORPORATE DEBT INSTRUMENTS	5.000% 05/01/2042 DD 05/03/12	\$ 188,783.79	\$ 168,525.00
	MONSANTO CO	CORPORATE DEBT INSTRUMENTS	4.400% 07/15/2044 DD 07/01/14	\$ 36,313.90	\$ 28,977.55
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	5.000% 11/24/2025 DD 11/22/13	\$ 106,712.00	\$ 106,155.00
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	4.350% 09/08/2026 DD 09/08/14	\$ 201,196.00	\$ 200,654.00
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	4.300% 01/27/2045 DD 01/27/15	\$ 330,957.40	\$ 324,397.40
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	6.375% 07/24/2042 DD 07/24/12	\$ 245,685.55	\$ 228,761.75
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	3.950% 04/23/2027 DD 04/23/15	\$ 283,974.00	\$ 276,615.30

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	NEWMONT MINING CORP	CORPORATE DEBT INSTRUMENTS	4.875% 03/15/2042 DD 03/08/12	\$ 60,969.30	\$ 50,019.20
	NISOURCE FINANCE CORP	CORPORATE DEBT INSTRUMENTS	4.800% 02/15/2044 DD 04/12/13	\$ 298,323.20	\$ 284,589.20
	NORFOLK SOUTHERN CORP	CORPORATE DEBT INSTRUMENTS	4.800% 08/15/2043 DD 08/13/13	\$ 272,770.75	\$ 238,056.70
	ONCOR ELECTRIC DELIVERY CO LLC	CORPORATE DEBT INSTRUMENTS	7.250% 01/15/2033 DD 07/15/03	\$ 353,537.45	\$ 314,180.65
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS	6.050% 03/01/2034 DD 03/23/04	\$ 269,897.20	\$ 249,786.88
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS	4.250% 03/15/2046 DD 11/05/15	\$ 68,691.00	\$ 67,829.30
	PETRO-CANADA	CORPORATE DEBT INSTRUMENTS	6.800% 05/15/2038 DD 05/15/08	\$ 75,793.50	\$ 65,602.80
	PROGRESS ENERGY INC	CORPORATE DEBT INSTRUMENTS	7.000% 10/30/2031 DD 10/30/01	\$ 446,637.75	\$ 400,166.00
	PROGRESS ENERGY INC	CORPORATE DEBT INSTRUMENTS	6.000% 12/01/2039 DD 11/19/09	\$ 226,066.75	\$ 202,520.50
	PRUDENTIAL FINANCIAL INC	CORPORATE DEBT INSTRUMENTS	6.625% 12/01/2037 DD 12/03/07	\$ 164,971.25	\$ 153,048.75
	RAYTHEON CO	CORPORATE DEBT INSTRUMENTS	4.875% 10/15/2040 DD 10/20/10	\$ 205,473.90	\$ 186,082.00
	REALTY INCOME CORP	CORPORATE DEBT INSTRUMENTS	3.250% 10/15/2022 DD 10/10/12	\$ 34,504.05	\$ 33,776.75
	REPUBLIC SERVICES INC	CORPORATE DEBT INSTRUMENTS	6.200% 03/01/2040 DD 03/04/10	\$ 349,080.30	\$ 316,402.20
	REYNOLDS AMERICAN INC	CORPORATE DEBT INSTRUMENTS	7.250% 06/15/2037 DD 06/21/07	\$ 186,249.60	\$ 177,517.70
	REYNOLDS AMERICAN INC	CORPORATE DEBT INSTRUMENTS	5.700% 08/15/2035 DD 06/12/15	\$ 44,801.10	\$ 49,311.90
	REYNOLDS AMERICAN INC	CORPORATE DEBT INSTRUMENTS	4.450% 06/12/2025 DD 06/12/15	\$ 99,697.00	\$ 104,583.00
	SBA TOWER TRUST 144A	CORPORATE DEBT INSTRUMENTS	3.598% 04/15/2043 DD 04/18/13	\$ 270,661.50	\$ 269,028.00
	SEMPRA ENERGY	CORPORATE DEBT INSTRUMENTS	6.000% 10/15/2039 DD 10/08/09	\$ 308,852.50	\$ 280,320.00
	JM SMUCKER CO/THE	CORPORATE DEBT INSTRUMENTS	4.250% 03/15/2035 DD 09/15/15	\$ 194,486.65	\$ 190,503.30
	JM SMUCKER CO/THE	CORPORATE DEBT INSTRUMENTS	4.375% 03/15/2045 DD 09/15/15	\$ 248,322.59	\$ 233,654.40
	SOUTHERN POWER CO	CORPORATE DEBT INSTRUMENTS	5.150% 09/15/2041 DD 09/22/11	\$ 319,327.25	\$ 254,438.25
	SUNOCO LOGISTICS PARTNERS OPER	CORPORATE DEBT INSTRUMENTS	5.300% 04/01/2044 DD 04/03/14	\$ 15,119.25	\$ 11,163.45
	SUNOCO LOGISTICS PARTNERS OPER	CORPORATE DEBT INSTRUMENTS	5.350% 05/15/2045 DD 11/17/14	\$ 192,103.30	\$ 141,092.10
	TELEFONICA EUROPE BV	CORPORATE DEBT INSTRUMENTS	8.250% 09/15/2030 DD 09/21/00	\$ 125,107.20	\$ 117,672.30
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	6.500% 11/15/2036 DD 11/13/06	\$ 540,672.25	\$ 479,973.75
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	5.350% 12/15/2043 DD 12/16/13	\$ 306,660.60	\$ 269,611.20
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	4.850% 07/15/2045 DD 06/04/15	\$ 148,972.50	\$ 142,837.50
	TIME WARNER CABLE INC	CORPORATE DEBT INSTRUMENTS	7.300% 07/01/2038 DD 06/19/08	\$ 62,048.25	\$ 48,787.20
	TIME WARNER CABLE INC	CORPORATE DEBT INSTRUMENTS	5.875% 11/15/2040 DD 11/15/10	\$ 286,166.40	\$ 227,440.80

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	TIME WARNER CABLE INC	CORPORATE DEBT INSTRUMENTS	5.500% 09/01/2041 DD 09/12/11	\$ 418,291.20	\$ 325,314.00
	21ST CENTURY FOX AMERICA INC	CORPORATE DEBT INSTRUMENTS	6.200% 12/15/2034 DD 12/03/04	\$ 134,073.45	\$ 119,221.20
	21ST CENTURY FOX AMERICA INC	CORPORATE DEBT INSTRUMENTS	7.850% 03/01/2039 DD 02/13/09	\$ 370,827.50	\$ 323,285.00
	21ST CENTURY FOX AMERICA INC	CORPORATE DEBT INSTRUMENTS	6.150% 02/15/2041 DD 08/15/11	\$ 190,897.50	\$ 168,559.50
	21ST CENTURY FOX AMERICA 144A	CORPORATE DEBT INSTRUMENTS	4.950% 10/15/2045 DD 10/21/15	\$ 99,367.00	\$ 98,482.00
	VALERO ENERGY CORP	CORPORATE DEBT INSTRUMENTS	4.900% 03/15/2045 DD 03/13/15	\$ 214,127.10	\$ 179,284.20
	VENTAS REALTY LP	CORPORATE DEBT INSTRUMENTS	5.700% 09/30/2043 DD 09/26/13	\$ 143,956.80	\$ 131,817.60
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	5.050% 03/15/2034 DD 03/17/14	\$ 133,341.25	\$ 124,540.00
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	4.862% 08/21/2046 DD 02/21/15	\$ 252,698.58	\$ 232,895.58
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	5.012% 08/21/2054 DD 02/21/15	\$ 72,418.50	\$ 64,091.30
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	4.400% 11/01/2034 DD 10/29/14	\$ 218,675.60	\$ 202,978.60
	WASTE MANAGEMENT INC	CORPORATE DEBT INSTRUMENTS	3.900% 03/01/2035 DD 02/26/15	\$ 190,330.49	\$ 181,580.10
	WASTE MANAGEMENT INC	CORPORATE DEBT INSTRUMENTS	4.100% 03/01/2045 DD 02/26/15	\$ 59,876.40	\$ 55,801.80
	ANTHEM INC	CORPORATE DEBT INSTRUMENTS	6.375% 06/15/2037 DD 06/08/07	\$ 428,307.00	\$ 391,330.50
	ANTHEM INC	CORPORATE DEBT INSTRUMENTS	4.625% 05/15/2042 DD 05/07/12	\$ 219,018.30	\$ 188,864.00
	WILLIAMS PARTNERS LP	CORPORATE DEBT INSTRUMENTS	4.000% 09/15/2025 DD 03/03/15	\$ 74,756.25	\$ 56,157.00
	WILLIAMS PARTNERS LP	CORPORATE DEBT INSTRUMENTS	6.300% 04/15/2040 DD 02/09/10	\$ 11,186.70	\$ 7,673.50
	GRUPO TELEVISIA SAB	CORPORATE DEBT INSTRUMENTS	8.500% 03/11/2032	\$ 311,158.57	\$ 271,633.50
	PETROLEOS MEXICANOS	CORPORATE DEBT INSTRUMENTS	5.500% 06/27/2044	\$ 161,858.82	\$ 120,374.40
	PETROLEOS MEXICANOS 144A	CORPORATE DEBT INSTRUMENTS	5.500% 06/27/2044	\$ 408,000.00	\$ 300,936.00
	ACE CAPITAL TRUST II	CORPORATE STOCK - PREFERRED	9.700% 04/01/2030 DD 03/31/00	\$ 111,787.50	\$ 108,375.00
	GENERAL ELECTRIC CO	CORPORATE STOCK - PREFERRED	VAR RT 12/29/2049 DD 12/03/15	\$ 215,484.06	\$ 235,410.00
	ALPHABET INC	CORPORATE STOCK - COMMON		\$ 961,605.87	\$ 1,334,287.15
	AMERICAN EXPRESS CO	CORPORATE STOCK - COMMON		\$ 183,743.10	\$ 187,785.00
	AMERICAN TOWER CORP	CORPORATE STOCK - COMMON		\$ 293,904.34	\$ 293,079.85
	AMERIPRISE FINANCIAL INC	CORPORATE STOCK - COMMON		\$ 1,177,384.26	\$ 1,101,340.58
	ANADARKO PETROLEUM CORP	CORPORATE STOCK - COMMON		\$ 1,353,633.76	\$ 861,323.40
	ASTRAZENECA PLC	CORPORATE STOCK - COMMON	ADR	\$ 2,098,619.27	\$ 2,046,166.50
	AUTOLIV INC	CORPORATE STOCK - COMMON		\$ 829,282.59	\$ 975,701.40

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	AVANGRID INC	CORPORATE STOCK - COMMON	\$ 535,563.78	\$ 532,300.80
	BANK OF AMERICA CORP	CORPORATE STOCK - COMMON	\$ 758,226.53	\$ 762,382.17
	BANK OF NOVA SCOTIA/THE	CORPORATE STOCK - COMMON	\$ 1,335,584.75	\$ 995,471.04
	BAXTER INTERNATIONAL INC	CORPORATE STOCK - COMMON	\$ 752,287.80	\$ 759,566.50
	BRISTOL-MYERS SQUIBB CO	CORPORATE STOCK - COMMON	\$ 1,650,183.65	\$ 1,923,024.45
	CSX CORP	CORPORATE STOCK - COMMON	\$ 1,202,180.11	\$ 961,188.00
	CVS HEALTH CORP	CORPORATE STOCK - COMMON	\$ 1,526,059.81	\$ 1,555,520.70
	CANADIAN NATIONAL RAILWAY CO	CORPORATE STOCK - COMMON	\$ 599,264.13	\$ 558,744.12
	CARDINAL HEALTH INC	CORPORATE STOCK - COMMON	\$ 706,387.50	\$ 781,112.50
	CATERPILLAR INC	CORPORATE STOCK - COMMON	\$ 803,301.06	\$ 633,455.16
	CHEVRON CORP	CORPORATE STOCK - COMMON	\$ 2,044,421.53	\$ 1,721,024.76
	CISCO SYSTEMS INC	CORPORATE STOCK - COMMON	\$ 1,255,965.64	\$ 1,224,500.42
	COCA-COLA CO/THE	CORPORATE STOCK - COMMON	\$ 1,103,684.34	\$ 1,131,953.04
	COLGATE-PALMOLIVE CO	CORPORATE STOCK - COMMON	\$ 919,927.06	\$ 976,649.20
	COMCAST CORP	CORPORATE STOCK - COMMON	\$ 1,939,778.99	\$ 1,887,865.65
	DOMINION RESOURCES INC/VA	CORPORATE STOCK - COMMON	\$ 1,233,194.84	\$ 1,130,129.12
	EDISON INTERNATIONAL	CORPORATE STOCK - COMMON	\$ 696,647.04	\$ 708,329.23
	ENBRIDGE ENERGY MANAGEMENT LLC	CORPORATE STOCK - COMMON	\$ 406,315.79	\$ 251,257.16
	EQUITY LIFESTYLE PROPERTIES IN	CORPORATE STOCK - COMMON	\$ 400,131.10	\$ 517,492.54
	EXXON MOBIL CORP	CORPORATE STOCK - COMMON	\$ 1,039,188.21	\$ 879,587.80
	FORD MOTOR CO	CORPORATE STOCK - COMMON	\$ 1,415,984.03	\$ 1,288,812.30
	HESS CORP	CORPORATE STOCK - COMMON	\$ 1,294,664.63	\$ 920,877.60
	HILTON WORLDWIDE HOLDINGS INC	CORPORATE STOCK - COMMON	\$ 590,208.61	\$ 470,372.00
	HONEYWELL INTERNATIONAL INC	CORPORATE STOCK - COMMON	\$ 909,258.75	\$ 923,430.12
	ILLINOIS TOOL WORKS INC	CORPORATE STOCK - COMMON	\$ 751,769.91	\$ 802,516.12
	INTEL CORP	CORPORATE STOCK - COMMON	\$ 2,024,080.74	\$ 2,022,559.50
	INTERNATIONAL PAPER CO	CORPORATE STOCK - COMMON	\$ 1,038,292.91	\$ 741,332.80
	JPMORGAN CHASE & CO	CORPORATE STOCK - COMMON	\$ 1,262,238.60	\$ 1,331,825.10
	ELI LILLY & CO	CORPORATE STOCK - COMMON	\$ 402,280.69	\$ 491,320.06

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	LOCKHEED MARTIN CORP	CORPORATE STOCK - COMMON	\$ 811,350.95	\$ 901,172.50
	MARSH & MCLENNAN COS INC	CORPORATE STOCK - COMMON	\$ 1,410,032.13	\$ 1,377,932.50
	MERCK & CO INC	CORPORATE STOCK - COMMON	\$ 2,912,744.62	\$ 2,715,740.30
	MICROSOFT CORP	CORPORATE STOCK - COMMON	\$ 2,150,212.81	\$ 2,593,690.00
	NEXTERA ENERGY INC	CORPORATE STOCK - COMMON	\$ 1,508,255.10	\$ 1,474,199.10
	PG&E CORP	CORPORATE STOCK - COMMON	\$ 418,359.92	\$ 417,967.02
	PNC FINANCIAL SERVICES GROUP I	CORPORATE STOCK - COMMON	\$ 1,193,288.40	\$ 1,246,654.80
	PEPSICO INC	CORPORATE STOCK - COMMON	\$ 1,229,633.37	\$ 1,274,979.20
	PRAXAIR INC	CORPORATE STOCK - COMMON	\$ 1,137,504.20	\$ 975,872.00
	PRINCIPAL FINANCIAL GROUP INC	CORPORATE STOCK - COMMON	\$ 1,357,773.67	\$ 1,185,672.80
	PRUDENTIAL FINANCIAL INC	CORPORATE STOCK - COMMON	\$ 1,490,780.80	\$ 1,341,636.80
	SCHLUMBERGER LTD	CORPORATE STOCK - COMMON	\$ 455,342.16	\$ 407,061.00
	TWENTY-FIRST CENTURY FOX INC	CORPORATE STOCK - COMMON	\$ 927,640.79	\$ 754,667.76
	UGI CORP	CORPORATE STOCK - COMMON	\$ 633,582.36	\$ 563,184.32
	UNITED PARCEL SERVICE INC	CORPORATE STOCK - COMMON	\$ 2,056,176.96	\$ 1,792,187.52
	UNITED TECHNOLOGIES CORP	CORPORATE STOCK - COMMON	\$ 972,900.00	\$ 812,752.20
	UNITEDHEALTH GROUP INC	CORPORATE STOCK - COMMON	\$ 765,251.30	\$ 890,534.80
	VERIZON COMMUNICATIONS INC	CORPORATE STOCK - COMMON	\$ 1,040,054.64	\$ 1,027,008.40
	WELLS FARGO & CO	CORPORATE STOCK - COMMON	\$ 2,985,497.20	\$ 2,960,445.60
	GROUPE BRUXELLES LAMBERT SA	CORPORATE STOCK - COMMON	\$ 286,625.76	\$ 286,699.38
	DEUTSCHE POST AG	CORPORATE STOCK - COMMON	\$ 1,056,697.30	\$ 916,926.88
	BAYERISCHE MOTOREN WERKE AG	CORPORATE STOCK - COMMON	AG EUR1	\$ 1,263,304.62
	GAS NATURAL SDG SA	CORPORATE STOCK - COMMON	\$ 316,022.34	\$ 269,300.77
	RED ELECTRICA CORP SA	CORPORATE STOCK - COMMON	\$ 294,199.96	\$ 278,182.21
	CAIXABANK SA	CORPORATE STOCK - COMMON	\$ 1,441,799.95	\$ 1,061,449.25
	SCHNEIDER ELECTRIC SE	CORPORATE STOCK - COMMON	\$ 1,515,628.79	\$ 1,237,440.05
	BNP PARIBAS SA	CORPORATE STOCK - COMMON	\$ 1,040,956.20	\$ 979,912.48
	SES SA	CORPORATE STOCK - COMMON	1 'A' SHS	\$ 925,522.55
	TOTAL SA	CORPORATE STOCK - COMMON	\$ 1,431,848.25	\$ 1,255,401.70

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	VINCI SA	CORPORATE STOCK - COMMON	\$ 316,318.50	\$ 369,016.28
	SUEZ ENVIRONNEMENT CO	CORPORATE STOCK - COMMON	\$ 457,078.32	\$ 490,637.91
	ASSICURAZIONI GENERALI SPA	CORPORATE STOCK - COMMON	\$ 1,254,241.27	\$ 1,127,220.66
	INTESA SANPAOLO SPA	CORPORATE STOCK - COMMON	\$ 412,325.43	\$ 460,977.98
	SNAM SPA	CORPORATE STOCK - COMMON	\$ 301,616.46	\$ 318,980.97
	ENEL GREEN POWER SPA	CORPORATE STOCK - COMMON	\$ 414,426.03	\$ 409,069.90
	AKZO NOBEL NV	CORPORATE STOCK - COMMON	\$ 855,933.67	\$ 821,925.60
	ASML HOLDING NV	CORPORATE STOCK - COMMON	\$ 1,039,230.11	\$ 951,531.50
	FLUGHAFEN ZUERICH AG	CORPORATE STOCK - COMMON (REGD)	\$ 272,328.28	\$ 305,615.38
	ZURICH INSURANCE GROUP AG	CORPORATE STOCK - COMMON	\$ 820,945.94	\$ 707,824.98
	NOVARTIS AG	CORPORATE STOCK - COMMON	\$ 1,700,278.78	\$ 1,592,055.94
	ABB LTD	CORPORATE STOCK - COMMON	\$ 1,219,860.89	\$ 1,069,292.83
	ROCHE HOLDING AG	CORPORATE STOCK - COMMON	\$ 1,709,356.43	\$ 1,739,856.54
	LAFARGEHOLCIM LTD	CORPORATE STOCK - COMMON	\$ 1,137,750.38	\$ 876,405.89
	JULIUS BAER GROUP LTD	CORPORATE STOCK - COMMON	\$ 1,018,824.72	\$ 1,074,263.08
	UBS GROUP AG	CORPORATE STOCK - COMMON	\$ 683,170.04	\$ 774,579.34
	SKY PLC	CORPORATE STOCK - COMMON	\$ 1,147,846.30	\$ 1,339,961.87
	DIAGEO PLC	CORPORATE STOCK - COMMON	\$ 1,063,561.39	\$ 1,017,847.14
	BAE SYSTEMS PLC	CORPORATE STOCK - COMMON	\$ 1,215,456.94	\$ 1,186,475.48
	BRITISH AMERICAN TOBACCO PLC	CORPORATE STOCK - COMMON	\$ 1,065,048.86	\$ 1,014,126.71
	STANDARD CHARTERED PLC	CORPORATE STOCK - COMMON	\$ 929,600.89	\$ 508,106.94
	IMPERIAL BRANDS PLC	CORPORATE STOCK - COMMON	\$ 794,904.64	\$ 950,236.95
	SSE PLC	CORPORATE STOCK - COMMON	\$ 409,711.00	\$ 366,374.75
	ROYAL DUTCH SHELL PLC	CORPORATE STOCK - COMMON B SHS	\$ 1,194,897.28	\$ 982,034.26
	NATIONAL GRID PLC	CORPORATE STOCK - COMMON	\$ 1,797,591.00	\$ 1,740,394.95
	EXPERIAN PLC	CORPORATE STOCK - COMMON	\$ 854,848.22	\$ 891,980.55
	SEVERN TRENT PLC	CORPORATE STOCK - COMMON	\$ 395,892.67	\$ 406,122.67
	BEIJING ENTERPRISES HOLDINGS L	CORPORATE STOCK - COMMON ORD HKD0.10	\$ 339,444.76	\$ 268,845.64
	CHEUNG KONG INFRASTRUCTURE HOL	CORPORATE STOCK - COMMON	\$ 981,525.69	\$ 1,228,506.65

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	LENOVO GROUP LTD	CORPORATE STOCK - COMMON	\$ 481,123.51	\$ 377,508.98
	ENN ENERGY HOLDINGS LTD	CORPORATE STOCK - COMMON	\$ 387,445.79	\$ 364,331.80
	POWER ASSETS HOLDINGS LTD	CORPORATE STOCK - COMMON	\$ 433,957.40	\$ 415,601.96
	GUANGDONG INVESTMENT LTD	CORPORATE STOCK - COMMON	\$ 469,257.30	\$ 510,452.45
	CHINA LONGYUAN POWER GROUP COR	CORPORATE STOCK - COMMON	\$ 412,732.03	\$ 299,373.81
	NTT DOCOMO INC	CORPORATE STOCK - COMMON	\$ 896,723.03	\$ 1,196,726.48
	DAIWA HOUSE INDUSTRY CO LTD	CORPORATE STOCK - COMMON	\$ 824,290.39	\$ 1,255,075.37
	EISAI CO LTD	CORPORATE STOCK - COMMON	\$ 1,017,510.55	\$ 1,651,877.67
	MITSUBISHI UFJ FINANCIAL GROUP	CORPORATE STOCK - COMMON	\$ 1,825,995.97	\$ 2,000,765.42
	HONDA MOTOR CO LTD	CORPORATE STOCK - COMMON	\$ 405,256.91	\$ 447,897.23
	NIPPON TELEGRAPH & TELEPHONE C	CORPORATE STOCK - COMMON	\$ 564,340.29	\$ 856,284.92
	OSAKA GAS CO LTD	CORPORATE STOCK - COMMON	\$ 224,900.00	\$ 217,889.84
	TAKEDA PHARMACEUTICAL CO LTD	CORPORATE STOCK - COMMON	\$ 1,206,461.20	\$ 1,449,761.55
	SONY FINANCIAL HOLDINGS INC	CORPORATE STOCK - COMMON	\$ 1,045,973.10	\$ 1,226,304.43
	KOREA ELECTRIC POWER CORP	CORPORATE STOCK - COMMON	\$ 305,191.49	\$ 334,996.34
	BEZEQ THE ISRAELI TELECOMMUNIC	CORPORATE STOCK - COMMON	\$ 766,604.26	\$ 933,919.77
	ACCENTURE PLC	CORPORATE STOCK - COMMON	\$ 731,448.90	\$ 855,855.00
	EATON CORP PLC	CORPORATE STOCK - COMMON	\$ 1,025,879.80	\$ 784,138.72
	MEDTRONIC PLC	CORPORATE STOCK - COMMON	\$ 1,264,820.07	\$ 984,806.76
	NIELSEN HOLDINGS PLC	CORPORATE STOCK - COMMON	\$ 714,518.99	\$ 743,736.00
	CHUBB LTD	CORPORATE STOCK - COMMON	\$ 2,154,643.63	\$ 2,210,802.00
	CANADIAN NATURAL RESOURCES LTD	CORPORATE STOCK - COMMON	\$ 807,799.21	\$ 551,862.40
	CANADIAN NATIONAL RAILWAY CO	CORPORATE STOCK - COMMON	\$ 469,020.42	\$ 378,091.21
	ENBRIDGE INC	CORPORATE STOCK - COMMON	\$ 505,101.49	\$ 324,294.87
	TRANSCANADA CORP	CORPORATE STOCK - COMMON	\$ 514,364.84	\$ 383,160.19
	H LUNDBECK A/S	CORPORATE STOCK - COMMON	\$ 398,786.93	\$ 684,770.09
	TELENOR ASA	CORPORATE STOCK - COMMON	\$ 178,783.22	\$ 148,160.10
	INTERNATIONAL PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 654,147.00	\$ 967,929.00
	TRIDENT CAPITAL FUND IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,569,802.34	\$ 1,529,762.30

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	AEA INVESTORS 2006 FUND LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 905,691.00	\$ 1,171,136.00
	WARBURG PINCUS PRIV EQ VIII	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 281,232.00	\$ 167,385.00
	WARBURG PINCUS PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST IX LP	\$ 276,533.01	\$ 167,564.17
	CLAYTON DUBILIER & RICE VII LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 155,288.00	\$ 132,113.00
	DEVON PARK BIOVENTURES LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 922,955.00	\$ 1,566,155.00
	WARBURG PINCUS X	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 2,534,325.80	\$ 2,078,961.48
	TENAYA CAPITAL V-P LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 860,456.28	\$ 754,301.00
	AEA INVESTORS LP 2003	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 22,024.00	\$ 29,903.00
	CLAYTON DUBILIER & RICE VIII	PARTNERSHIP/JOINT VENTURE INTEREST LP	\$ 2,111,974.00	\$ 1,720,368.00
	CLAYTON DUBILIER RICE VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 3,934.00	\$ 3,708.00
	TENAYA CAPITAL VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,367,285.56	\$ 1,420,075.00
	CAI PARTNERS & COMPANY III LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 179,482.00	\$ 179,948.00
	CAI PARTNERS & COMPANY IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,094,141.00	\$ 1,504,097.00
	GEAM INTERNATIONAL PRIVATE EQU	PARTNERSHIP/JOINT VENTURE INTEREST ITY FUND LP	\$ 206,669.00	\$ 138,739.00
	PERFORMANCE DIRECT INVESTMENT	PARTNERSHIP/JOINT VENTURE INTEREST II LP	\$ 2,306,619.90	\$ 2,050,188.28
	AURORA EQUITY PARTNERS IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,244,985.00	\$ 1,426,763.00
	PHARMASTEM CORP C CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ —	\$ —
	PHARMASTEM CORP D CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 0.29	\$ 0.29
	PHARMASTEM THERAPEUTICS A PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ —	\$ —
	PHARMASTEM THERAPEUTICS B PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ —	\$ —
	TRIDENT V STONE POINT LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 3,810,333.46	\$ 4,101,497.35
	ELECTRA PARTNER CLUB 2007 LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 928,864.70	\$ 870,690.95
	FF&P INVESTOR 8 ERISA LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 165,411.70	\$ 204,351.81
	THIRD CINVEN FUND US (NO 3) LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 103,641.63	\$ 80,209.82
	FOURTH CINVEN FUND (UBTI)	PARTNERSHIP/JOINT VENTURE INTEREST LIMITED PARTNERSHIP	\$ 532,046.59	\$ 517,395.35
	DLJ REAL ESTATE CAPITAL	PARTNERSHIP/JOINT VENTURE INTEREST PARTNERS III LP	\$ 1,187,033.00	\$ 1,132,976.00
	DLJ REAL ESTATE IV	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 2,599,825.00	\$ 2,742,603.00
	LASALLE MEXICO FUND I LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,771,395.71	\$ 1,847,230.00
	BLACKSTONE RE VI	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 2,064,752.00	\$ 1,557,311.00

Retirement Plan of Marathon Oil Company
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	TCI TIMBER COMPANY - SHASTA	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,751,152.00	\$ 1,701,474.00
	TCI TIMBER COMPANY - CHINOOK	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 3,540,566.00	\$ 3,365,866.00
	CPI CP ASIA T E L P	REAL ESTATE	\$ 458,065.41	\$ 425,427.11
	ROCKPOINT RE FUND III	REAL ESTATE	\$ 493,785.08	\$ 493,260.64
	ROCKPOINT REAL ESTATE FUND I L	REAL ESTATE	\$ 5,634.91	\$ 5,213.41
	ROCKPOINT REAL ESTATE FUND II	REAL ESTATE	\$ 359,861.50	\$ 364,520.04
	TRANSWESTERN MEZZ RLTY PRT III	REAL ESTATE	\$ 679,321.25	\$ 767,662.50
	AVANTI STRATEGIC LAND INVTS	REAL ESTATE III (ACTIVE L P)	\$ 239,000.00	\$ 268,328.00
	AETOS CAPITAL ASIA II LP	REAL ESTATE	\$ 83,284.37	\$ 152,778.30
	AETOS CAPITAL ASIA III LP	REAL ESTATE	\$ 317,626.00	\$ 233,519.00
	AG CORE PLUS REALTY FD III LP	REAL ESTATE	\$ 1,778,079.67	\$ 1,517,007.45
	AG CORE PLUS REALTY FUND II LP	REAL ESTATE	\$ 107,559.92	\$ 105,235.00
	AVANTI STRATEGIC LAND II -	REAL ESTATE ACTIVE	\$ 1,224.98	\$ 1,224.98
	AVANTI STRATEGIC LAND II -	REAL ESTATE PASSIVE	\$ 13,000.00	\$ 13,000.00
	AVANTI STRATEGIC LAND INVTSIII	REAL ESTATE (PASSIVE LP)	\$ 51,888.00	\$ 3,551.00
	AVANTI STRATEGIC LAND IV -	REAL ESTATE ACTIVE	\$ 57,451.96	\$ 53,351.00
	AVANTI STRATEGIC LAND IV -	REAL ESTATE PASSIVE	\$ 14,667.00	\$ 14,000.00
	AVANTI STRATEGIC LAND V	REAL ESTATE	\$ 330,034.00	\$ 314,397.00
	AVANTI STRATEGIC LAND VI	REAL ESTATE	\$ 599,857.15	\$ 619,549.07
	BLACKSTONE R/E PARTNERS IV	REAL ESTATE	\$ 644,382.00	\$ 539,802.00
	BLACKSTONE REAL ESTATE	REAL ESTATE PARTNERS V LP	\$ 1,738,579.00	\$ 1,709,634.00
	CPI CCP EU-T SCOTS LP	REAL ESTATE	\$ 347,546.26	\$ 337,175.43
	BAY AREA CA TOLL AUTH TOLL BRI	OTHER INVESTMENTS 6.918% 04/01/2040 DD 07/01/10	\$ 446,600.70	\$ 414,924.30
	BAY AREA CA TOLL AUTH TOLL BRI	OTHER INVESTMENTS 7.043% 04/01/2050 DD 07/01/10	\$ 186,380.25	\$ 178,903.40
	CALIFORNIA ST	OTHER INVESTMENTS 7.300% 10/01/2039 DD 10/15/09	\$ 1,716,787.80	\$ 1,634,794.20
	CALIFORNIA ST	OTHER INVESTMENTS 7.625% 03/01/2040 DD 04/01/10	\$ 7,928.15	\$ 7,271.35
	CALIFORNIA ST	OTHER INVESTMENTS 7.600% 11/01/2040 DD 12/01/10	\$ 64,465.50	\$ 59,456.00
	CHICAGO IL O'HARE INTERNATIONAL	OTHER INVESTMENTS 6.395% 01/01/2040 DD 04/29/10	\$ 13,639.70	\$ 12,519.00
	CHICAGO IL TRANSIT AUTH SALES	OTHER INVESTMENTS 6.899% 12/01/2040 DD 08/06/08	\$ 46,408.64	\$ 46,162.00

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	CHICAGO IL TRANSIT AUTH SALES	OTHER INVESTMENTS	6.899% 12/01/2040 DD 08/06/08	\$ 374,045.90	\$ 334,674.50
	ILLINOIS ST	OTHER INVESTMENTS	5.100% 06/01/2033 DD 06/12/03	\$ 506,710.09	\$ 482,485.50
	ILLINOIS ST TOLL HIGHWAY AUTH	OTHER INVESTMENTS	6.184% 01/01/2034 DD 05/21/09	\$ 97,065.75	\$ 93,302.25
	KANSAS ST DEV FIN AUTH REVENUE	OTHER INVESTMENTS	4.927% 04/15/2045 DD 08/20/15	\$ 190,000.00	\$ 188,808.70
	LOS ANGELES CA DEPT WTR & PWR	OTHER INVESTMENTS	6.574% 07/01/2045 DD 12/02/10	\$ 254,266.25	\$ 237,534.50
	LOS ANGELES CA UNIF SCH DIST	OTHER INVESTMENTS	5.755% 07/01/2029 DD 10/15/09	\$ 252,687.10	\$ 242,961.90
	LOS ANGELES CA UNIF SCH DIST	OTHER INVESTMENTS	6.758% 07/01/2034 DD 03/04/10	\$ 174,170.00	\$ 164,690.00
	LOS ANGELES CNTY CA PUBLIC WKS	OTHER INVESTMENTS	7.488% 08/01/2033 DD 11/23/10	\$ 237,368.25	\$ 227,851.75
	MET TRANSPRTN AUTH NY DEDICATE	OTHER INVESTMENTS	7.336% 11/15/2039 DD 04/30/09	\$ 419,652.75	\$ 400,958.25
	MUNI ELEC AUTH OF GEORGIA	OTHER INVESTMENTS	6.637% 04/01/2057 DD 03/11/10	\$ 106,057.60	\$ 95,279.20
	NEW JERSEY ST TURNPIKE AUTH	OTHER INVESTMENTS	7.414% 01/01/2040 DD 04/28/09	\$ 97,678.10	\$ 92,388.40
	NEW JERSEY ST TURNPIKE AUTH	OTHER INVESTMENTS	7.102% 01/01/2041 DD 12/15/10	\$ 543,873.75	\$ 516,498.75
	NEW YORK CITY NY MUNI WTR FIN	OTHER INVESTMENTS	5.724% 06/15/2042 DD 06/30/10	\$ 217,616.85	\$ 209,238.15
	NEW YORK CITY NY MUNI WTR FIN	OTHER INVESTMENTS	5.790% 06/15/2041 DD 09/23/10	\$ 45,309.20	\$ 44,104.40
	N TX TOLLWAY AUTH REVENUE	OTHER INVESTMENTS	6.718% 01/01/2049 DD 08/12/09	\$ 253,344.00	\$ 239,837.50
	OHIO ST UNIV	OTHER INVESTMENTS	4.800% 06/01/2039 DD 10/26/11	\$ 241,958.25	\$ 216,933.75
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	5.647% 11/01/2040 DD 11/01/10	\$ 183,921.00	\$ 177,493.50
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	4.926% 10/01/2051 DD 10/06/11	\$ 254,562.75	\$ 238,698.00
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	4.458% 10/01/2062 DD 10/10/12	\$ 153,907.35	\$ 138,063.20
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	4.960% 08/01/2046 DD 01/30/14	\$ 113,201.00	\$ 108,019.00
	UNIV OF CALIFORNIA CA RGTS MED	OTHER INVESTMENTS	6.583% 05/15/2049 DD 12/17/09	\$ 204,915.00	\$ 192,589.50
	UNIV OF CALIFORNIA CA RGTS MED	OTHER INVESTMENTS	6.548% 05/15/2048 DD 11/18/10	\$ 177,754.20	\$ 167,271.00
	UNIV OF CALIFORNIA CA REVENUES	OTHER INVESTMENTS	4.858% 05/15/2039 DD 03/01/12	\$ 67,719.60	\$ 62,178.35
	UNIV OF CALIFORNIA CA REVENUES	OTHER INVESTMENTS	4.601% 05/15/2031 DD 10/02/13	\$ 204,365.80	\$ 197,160.05
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	0.375% 07/15/2025 DD 07/15/15	\$ 415,957.62	\$ 417,340.35
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	0.125% 07/15/2024 DD 07/15/14	\$ 2,240,897.78	\$ 2,249,168.61
	US TREASURY NOTE FWD	OTHER INVESTMENTS	2.000% 02/15/2025 DD 02/15/15	\$ 2,703,097.55	\$ 2,709,482.29
	US 10YR TREAS NTS FUTURE (CBT)	OTHER INVESTMENTS	EXP MAR 16	\$ —	\$ (9,484.38)
	90DAY EURODOLLAR FUTURE (CME)	OTHER INVESTMENTS	EXP DEC 16	\$ —	\$ (5,970.68)

Retirement Plan of Marathon Oil Company
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Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

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	90DAY EURODOLLAR FUTURE (CME)	OTHER INVESTMENTS	EXP DEC 17	\$ —	\$ 8,141.28
	US 5YR TREAS NTS FUTURE (CBT)	OTHER INVESTMENTS	EXP MAR 16	\$ —	\$ 23,828.13
	US ULTRA BOND (CBT)	OTHER INVESTMENTS	EXP MAR 16	\$ —	\$ (38,492.54)
	CCP_IRS. R USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	PAY 2.75% 2025 SEP 16	\$ 0.02	\$ (255,307.49)
	CCP_IRS. P USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	REC 3.00% 2045 SEP 16	\$ 545,754.78	\$ 872,854.87
	CCP_CDX. SP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	REC 100BPS 2020 DEC 20	\$ 0.01	\$ 16,978.78
	IFS R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.17% 2025 SEP 22	\$ —	\$ 85.10
	IFS R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.15% 2025 SEP 22	\$ —	\$ 244.40
	CCP_CDX. BP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	PAY 100BPS 2020 DEC 20	\$ 0.02	\$ (43,087.85)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (6,037.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (6,037.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (12,312.33)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (1,207.09)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (7,003.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (14,243.67)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (7,728.00)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (8,211.00)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (6,037.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (11,833.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (11,833.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (22,218.00)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (9,660.00)
	PERUVIAN GOVERNMENT INTERNATIO	OTHER INVESTMENTS	6.550% 03/14/2037	\$ 71,670.00	\$ 69,300.00
	MEXICO GOVERNMENT INTERNATIONA	OTHER INVESTMENTS	5.750% 10/12/2110	\$ 348,300.00	\$ 302,130.00
	COLOMBIA GOVERNMENT INTERNATIO	OTHER INVESTMENTS	6.125% 01/18/2041	\$ 155,675.00	\$ 125,450.00
	PERUVIAN GOVERNMENT INTERNATIO	OTHER INVESTMENTS	5.625% 11/18/2050	\$ 181,356.50	\$ 173,400.00
	MEXICO GOVERNMENT INTERNATIONA	OTHER INVESTMENTS	4.750% 03/08/2044	\$ 649,322.00	\$ 584,862.00
	COLOMBIA GOVERNMENT INTERNATIO	OTHER INVESTMENTS	5.625% 02/26/2044	\$ 365,625.00	\$ 296,562.50
	URUGUAY GOVERNMENT INTERNATION	OTHER INVESTMENTS	5.100% 06/18/2050	\$ 161,556.82	\$ 150,937.50

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	BRAZILIAN GOVERNMENT INTERNATI	OTHER INVESTMENTS	5.000% 01/27/2045	\$ 267,309.59	\$ 183,562.50
	URUGUAY GOVERNMENT INTERNATION	OTHER INVESTMENTS	4.375% 10/27/2027	\$ 158,624.00	\$ 157,200.00
	PERUVIAN GOVERNMENT INTERNATIO	OTHER INVESTMENTS	4.125% 08/25/2027	\$ 139,812.80	\$ 137,200.00
	S & P 500 EMINI INDEX FUT (OTC)	OTHER INVESTMENTS	PUT DEC 15 1949.490 ED 123115	\$ 244,400.00	\$ 1,527.50
	COMMIT TO PUR FNMA SF MTG	OTHER INVESTMENTS	3.500% 11/01/2045 DD 11/01/15	\$ (2,386,157.35)	\$ (2,383,973.00)
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	0.250% 01/15/2025 DD 01/15/15	\$ (2,812,142.21)	\$ (2,803,588.96)
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	2.000% 08/15/2025 DD 08/15/15	\$ (2,586,730.66)	\$ (2,585,120.40)
	CCP_IRS._R USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	PAY 2.75% 2025 SEP 16	\$ (174,853.07)	\$ —
	CCP_IRS._P USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	REC 3.00% 2045 SEP 16	\$ (0.02)	\$ —
	CCP_CDX._SP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	REC 100BPS 2020 DEC 20	\$ (35,431.22)	\$ —
	IFS_R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.17% 2025 SEP 22	\$ —	\$ —
	IFS_R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.15% 2025 SEP 22	\$ —	\$ —
	CCP_CDX._BP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	PAY 100BPS 2020 DEC 20	\$ (47,040.08)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (6,124.03)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (6,114.18)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (12,493.02)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (1,198.73)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (6,924.02)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (14,145.01)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (7,272.66)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (7,794.00)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (5,968.98)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (10,428.06)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (10,428.06)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (18,491.76)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (8,512.70)	\$ —
	CDX BP CDX.NA.IG.25	OTHER INVESTMENTS	PUT JAN 16 097.500 ED 012016	\$ (1,668.88)	\$ (439.40)
	CDX BP UL CDX.NA.IG 25	OTHER INVESTMENTS	PUT JAN 16 097.500 ED 012016	\$ (2,513.88)	\$ (3,549.00)
	MARATHON PETROLEUM CORP	EMPLOYER RELATED - SECURITIES		\$ 218,413.40	\$ 222,393.60

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	CIF OPP FIXED INCOME	COMMON/COLLECTIVE TRUST	ALLOCATION	\$ 10,789,873.57	\$ 10,254,723.55
	WTC-CTF DURABLE COMP	COMMON/COLLECTIVE TRUST		\$ 12,068,577.35	\$ 12,788,729.37
*	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS	COMPANY AC1547A	\$ 6,185,825	\$ 6,185,825
*	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS	COMPANY AC6096	\$ —	\$ —
*	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS	COMPANY AC6266	\$ —	\$ —
	MASS MUTUAL	POOLED SEPARATE ACCOUNTS		\$ —	\$ —
	ISHARES 20+ YEAR TREASURY BO	REGISTERED INVESTMENT COMPANIES		\$ 3,832,995.62	\$ 3,836,011.54
	VANGUARD LONG-TERM CORP BOND	REGISTERED INVESTMENT COMPANIES		\$ 3,721,558.05	\$ 3,721,008.54
	DREYFUS TREAS & AGY CSH CSH MG	REGISTERED INVESTMENT COMPANIES	VAR RT 12/31/2049 DD 04/09/97	\$ 5,812,277.10	\$ 5,812,277.10
	DREYFUS TREAS & AGY CSH CSH MG	REGISTERED INVESTMENT COMPANIES	VAR RT 12/31/2049 DD 04/09/97	\$ 56,057,438.86	\$ 56,057,438.86
	TOTAL INVESTMENTS			\$ 372,653,690	\$ 363,253,212

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost of acquisitions	(e) Proceeds of dispositions
03765LAA0	APIDOS CLO XX 20A A1 144A	VAR RT 01/16/2027 DD 02/12/15	\$ (595,000)	\$ 596,041
037833BH2	APPLE INC	4.375% 05/13/2045 DD 05/13/15	(109,599)	107,042
05523UAL4	BAE SYSTEMS HOLDINGS INC 144A	4.750% 10/07/2044 DD 10/07/14	(14,368)	14,581
12593QBE9	COMM 2015-CCRE26 MORTG CR26 A4	3.630% 10/10/2048 DD 10/01/15	(308,996)	302,660
13063A5G5	CALIFORNIA ST	7.550% 04/01/2039 DD 04/28/09	(102,998)	98,541
14310UAA7	CARLYLE GLOBAL MARK 4A A1 144A	VAR RT 10/15/2026 DD 09/30/14	(299,913)	300,000
14311FAA9	CARLYLE GLOBAL MARK 2A A1 144A	VAR RT 04/27/2027 DD 05/07/15	(560,000)	554,400
15137JAA0	CENT CLO 23 LTD 23A A1 144A	VAR RT 04/17/2026 DD 04/16/15	(545,000)	545,000
167486VV8	CHICAGO IL	7.375% 01/01/2033 DD 07/21/15	(183,722)	187,716
202795JG6	COMMONWEALTH EDISON CO	4.350% 11/15/2045 DD 11/19/15	(4,961)	5,084
225313AF2	CREDIT AGRICOLE SA 144A	4.375% 03/17/2025 DD 03/17/15	(208,858)	201,010
225433AA9	CREDIT SUISSE GROUP FUNDI 144A	3.750% 03/26/2025 DD 03/26/15	(409,016)	393,284
26249QAC2	DRYDEN 38 SENIOR LO 38A A 144A	VAR RT 07/15/2027 DD 05/08/15	(475,000)	467,875
423074AX1	KRAFT HEINZ FOODS CO 144A	3.950% 07/15/2025 DD 07/02/15	(234,687)	243,697
42824CAA7	HEWLETT PACKARD ENTERPRIS 144A	2.450% 10/05/2017 DD 10/09/15	(224,874)	225,986
42824CAC3	HEWLETT PACKARD ENTERPRIS 144A	2.850% 10/05/2018 DD 10/09/15	(224,712)	225,961
453140AE5	IMPERIAL TOBACCO FINANCE 144A	3.750% 07/21/2022 DD 07/21/15	(226,286)	235,952
4642879XA	ISHARES MSCI EAFE ETF (OTC)	PUT DEC 15 058.960 ED 12/18/15	(124,269)	127,805
55953HAA1	MAGNETITE XII LTD 12A A 144A	VAR RT 04/15/2027 DD 03/12/15	(400,000)	396,200
594918BJ2	MICROSOFT CORP	3.125% 11/03/2025 DD 11/03/15	(314,918)	316,973
6488169XK	S & P 500 INDEX (OTC)	PUT DEC 15 2023.000 ED 12/18/15	(169,137)	117,451
67109BAA2	OHA LOAN FUNDING 201 1A A 144A	VAR RT 02/15/2027 DD 03/26/15	(590,000)	590,000
715638BM3	PERUVIAN GOVERNMENT INTERNATIO	5.625% 11/18/2050 DD 11/18/10	(34,613)	35,055
74981HAA8	RACE POINT IX CLO L 9A A1 144A	VAR RT 04/15/2027 DD 03/19/15	(670,000)	671,005
760942BA9	URUGUAY GOVERNMENT INTERNATION	5.100% 06/18/2050 DD 06/18/14	(259,500)	253,750
832696AN8	JM SMUCKER CO/THE 144A	4.375% 03/15/2045 DD 03/20/15	(214,188)	203,521
83609EAC4	SOUND POINT CLO VIII 1A A 144A	VAR RT 04/15/2027 DD 03/30/15	(533,663)	535,005
87158YAL6	SYMPHONY CLO LTD 10AR AR 144A	VAR RT 07/23/2023 DD 04/23/15	(554,612)	552,947
89473LAA2	TREMAN PARK CLO LTD 1A A 144A	VAR RT 04/20/2027 DD 04/09/15	(550,000)	545,105
90351DAB3	UBS GROUP FUNDING JERSEY 144A	4.125% 09/24/2025 DD 09/24/15	(244,542)	245,495
92328CAJ4	VENTURE XI CLO LTD 11A AR 144A	VAR RT 11/14/2022 DD 05/14/15	(560,000)	558,712
92343VCW2	VERIZON COMMUNICATIONS IN 144A	4.522% 09/15/2048 DD 03/13/15	(248,754)	253,338
92343VCY8	VERIZON COMMUNICATIONS IN 144A	4.672% 03/15/2055 DD 03/13/15	(393,889)	408,792
92914NAA9	VOYA CLO 2015-1 LTD 1A A1 144A	VAR RT 04/18/2027 DD 04/02/15	(514,473)	514,743
996,237,210	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	1,789,400	(1,786,994)
999A73388	US TREAS-CPI INFLAT FWD	0.125% 07/15/2024 DD 07/15/14	(5,621,707)	5,528,753
999A73776	US TREAS-CPI INFLAT FWD	1.375% 02/15/2044 DD 02/15/14	(1,382,645)	1,354,856
999A73990	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(3,128,818)	3,093,077
999A74006	US TREAS-CPI INFLAT FWD	0.125% 07/15/2024 DD 07/15/14	(5,528,919)	5,462,109
999A74014	US TREAS-CPI INFLAT FWD	0.125% 04/15/2019 DD 04/15/14	447,357	(511,678)

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost of acquisitions	(e) Proceeds of dispositions
999A74022	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	1,784,051	(1,784,080)
999A74360	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(6,050,599)	6,171,996
999A75250	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,758,200)	4,691,232
999A77322	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,639,040)	4,667,855
999A77389	US TREAS-CPI INFLAT FWD	0.375% 07/15/2025 DD 07/15/15	(2,505,998)	2,501,861
999A77397	US TREAS-CPI INFLAT FWD	0.375% 07/15/2025 DD 07/15/15	(2,501,688)	2,509,324
999A78361	US TREAS-CPI INFLAT FWD	0.375% 07/15/2025 DD 07/15/15	(2,483,305)	2,449,126
999A78379	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,626,884)	4,576,991
999J26478	US TREAS-CPI INFLAT FWD	1.500% 11/30/2019 DD 11/30/14	3,786,398	(3,796,310)
999J26833	US TREAS-CPI INFLAT FWD	2.250% 11/15/2024 DD 11/15/14	7,522,194	(7,363,228)
999J27047	US TREAS-CPI INFLAT FWD	3.000% 11/15/2044 DD 11/15/14	3,168,072	(3,164,502)
999J27179	US TREAS-CPI INFLAT FWD	2.250% 11/15/2024 DD 11/15/14	7,348,657	(7,365,779)
999J27278	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	(6,323,416)	6,314,009
999J27914	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	4,929,756	(5,058,565)
999J28276	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	4,999,988	(5,048,611)
999J28284	US TREAS-CPI INFLAT FWD	2.000% 08/15/2025 DD 08/15/15	2,616,020	(2,641,310)
999J28292	US TREAS-CPI INFLAT FWD	2.000% 08/15/2025 DD 08/15/15	2,620,344	(2,620,568)
999J28540	US TREAS-CPI INFLAT FWD	2.000% 08/15/2025 DD 08/15/15	2,581,102	(2,590,284)
999J28565	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	4,943,917	(4,970,184)
999K25295	UNITED STATES TREASURY BO FWD	3.000% 11/15/2044 DD 11/15/14	3,293,115	(3,288,427)
999K27218	U S TREASURY NOTE FWD	0.125% 01/15/2025 DD 01/15/15	(3,143,479)	3,128,530
999K32069	U S TREASURY NOTE FWD	1.375% 02/29/2020 DD 02/28/15	49,206	—
999K32077	U S TREASURY BONDS FWD	3.000% 11/15/2044 DD 11/15/14	792,018	(750,538)
999K32085	US TREAS-CPI FWD	1.375% 02/15/2044 DD 02/15/14	(664,711)	633,103
999K32150	U S TREASURY NOTE FWD	1.625% 04/30/2019 DD 04/30/14	4,041,080	(4,037,829)
999K33968	US TREAS-CPI INFLATION IND FWD	0.125% 07/15/2024 DD 07/15/14	(7,856)	7,803
999K34214	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(6,177,516)	6,043,182
999K34222	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	(6,233,678)	6,348,722
999K34529	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	4,992,851	(4,890,966)
999K35575	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,686,118)	4,696,495
999K35583	U S TREASURY FWD	2.000% 02/15/2025 DD 02/15/15	4,882,070	(4,933,744)
999K35971	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,698,029)	4,687,217
999K38389	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,685,943)	4,638,627
999K38397	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	5,046,480	(5,007,417)
999K42183	US TREASURY INFLATION INDE FWD	0.375% 07/15/2025 DD 07/15/15	(2,509,108)	2,483,401
999K42191	UNITED STATES TREASURY NOT FWD	2.000% 08/15/2025 DD 08/15/15	2,636,997	(2,585,306)
999K43462	US TREAS-CPI INFLAT FWD	0.125% 07/15/2024 DD 07/15/14	(2,232,056)	2,240,138
99F133C6A	US TREAS BD FUTURE (CBT)	EXP MAR 16	—	(34,953)
99F133F5A	US TREAS BD FUTURE (CBT)	EXP JUN 15	—	17,582
99F133I5A	US TREAS BD FUTURE (CBT)	EXP SEP 15	—	(155,482)

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost of acquisitions	(e) Proceeds of dispositions
99F133L5A	US TREAS BD FUTURE (CBT)	EXP DEC 15	—	(34,800)
99F139F5A	US 10YR TREAS NTS FUTURE (CBT)	EXP JUN 15	—	24,925
99F139I5A	US 10YR TREAS NTS FUTURE (CBT)	EXP SEP 15	—	(208,850)
99F139L5A	US 10YR TREAS NTS FUTURE (CBT)	EXP DEC 15	—	43,446
99F167C6C	90DAY EURODOLLAR FUTURE (CME)	EXP MAR 16	—	(7,676)
99F167C7C	90DAY EURODOLLAR FUTURE (CME)	EXP MAR 17	—	16,270
99F167L5C	90DAY EURODOLLAR FUTURE (CME)	EXP DEC 15	—	3,974
99F183F5A	US 5YR TREAS NTS FUTURE (CBT)	EXP JUN 15	—	(280,163)
99F183I5A	US 5YR TREAS NTS FUTURE (CBT)	EXP SEP 15	—	117,849
99F183L5A	US 5YR TREAS NTS FUTURE (CBT)	EXP DEC 15	—	30,308
99F217C6A	US 2YR TREAS NTS FUT (CBT)	EXP MAR 16	—	2,221
99F217F5A	US 2YR TREAS NTS FUTURE (CBT)	EXP JUN 15	—	(256)
99F217I5A	US 2YR TREAS NTS FUTURE (CBT)	EXP SEP 15	—	28,023
99F217L5A	US 2YR TREAS NTS FUT (CBT)	EXP DEC 15	—	(2,828)
99F295C6C	S & P 500 EMINI INDEX FUT(CME)	EXP MAR 16	—	16,600
99F295L5C	S & P 500 EMINI INDEX FUT(CME)	EXP DEC 15	—	(39,000)
99F700F5A	US ULTRA BOND (CBT)	EXP JUN 15	—	(2,445,017)
99F700I5A	US ULTRA BOND (CBT)	EXP SEP 15	—	144,231
99F700L5A	US ULTRA BOND (CBT)	EXP DEC 15	—	(181,325)
99F734C6X	MSCI EAFE INDEX FUTURE (NYF)	EXP MAR 16	—	13,135
99F734L5X	MSCI EAFE INDEX FUTURE (NYF)	EXP DEC 15	—	11,615
99F740C6X	MINI MSCI EMG MKT FUTURE (NYF)	EXP MAR 16	—	705
99QAC09GG	IRS P USD-LIBOR-BBA 3M 7/27/26	CALL JUL 16 002.380 ED 072516	(71,355)	81,724
99QAC29WU	IRS R USD-LIBOR-BBA 3M	PUT NOV 16 002.700 ED 11/10/16	(64,890)	49,770
99QACWR75	IFL S UL CPI	P 1.48% 2017 MAR 02	—	(1,635)
99QACWRW0	IFL L UL CPI	P 1.4625% 2017 MAR 02	—	(826)
EEBZ3FCV9	CAIXABANK SA		(11,908)	12,045
EXBYZXCH7	STANDARD CHARTERED PLC		—	26,056
FJ6597044	MITSUBISHI ELECTRIC CORP		(1,101,321)	1,050,037
FJB0FS5D1	SEVEN & I HOLDINGS CO LTD		(867,906)	905,490
NA9QD71G2	IFS_R CPURNSA US CPI URBAN CO	P 1.53% 2017 MAR 03	—	(5,127)
NA9QD9MB6	CCP_CDX. BP UL CDX.NA.IG.24_V1	PAY 100BPS 2020 JUN 20	—	—
NA9QD9MC4	CCP_CDX._BP UL CDX.NA.IG.24_V1	PAY 100BPS 2020 JUN 20	612,368	(603,215)
NA9QD9PG2	CCP_CDX. SP UL CDX.NA.IG.24_V1	REC 100BPS 2020 JUN 20	(219,590)	189,728
NA9QD9PH0	CCP_CDX._SP UL CDX.NA.IG.24_V1	REC 100BPS 2020 JUN 20	—	—
NA9QDZG41	CCP_CDX. SP UL CDX.NA.IG.23_V1	REC 100BPS 2019 DEC 20	(305,425)	253,748
NA9QDZG58	CCP_CDX._SP UL CDX.NA.IG.23_V1	REC 100BPS 2019 DEC 20	—	—
NA9QEE6W6	CCP_IRS. R USD-LIBOR-BBA 3M CM	PAY 3.47% 2035 JUN 30	—	—
NA9QEE6X4	CCP_IRS._R USD-LIBOR-BBA 3M CM	PAY 3.47% 2035 JUN 30	—	(5,210)
NA9QEE7M7	CCP_IRS. P USD-LIBOR-BBA 3M CM	REC 3.36% 2025 JUN 30	—	5,287

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost of acquisitions	(e) Proceeds of dispositions
NA9QEE7N5	CCP_IRS._P USD-LIBOR-BBA 3M CM	REC 3.36% 2025 JUN 30	—	—
NAB8T2WV6	TURKEY GOVERNMENT INTERNATIONAL	4.875% 04/16/2043	(182,380)	179,000
NABV8NTQ7	REPUBLIC OF PHILIPPINES	3.950% 01/20/2040	(400,000)	437,200
SSBXC8BS2	ATLAS COPCO AB		(332,751)	356,154
SSBXDZ442	ATLAS COPCO AB		(7,967)	8,865

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4j - Schedule of Reportable Transactions

(b) Description of asset (include interest rate and maturity in case of a loan)	(d) Selling price	(g) Cost of asset	(i) Net gain or (loss)
DREYFUS TREAS & AGY CSH CSH MG	\$ —	\$ 35,071,672	\$ —
DREYFUS TREAS & AGY CSH CSH MG	29,525,190	29,525,190	—
DREYFUS TREAS & AGY CSH CSH MG	—	30,812,757	—
DREYFUS TREAS & AGY CSH CSH MG	—	60,002,401	—
DREYFUS TREAS & AGY CSH CSH MG	32,769,867	32,769,867	—

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2015

Attained Age	Number of Participants and Average Compensation									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	40 \$87,503	46 \$92,918	1							
25-29	60 \$96,624	202 \$106,868	65 \$121,623	1						
30-34	49 \$100,422	159 \$115,181	99 \$130,029	24 \$127,856						
35-39	62 \$121,936	121 \$121,472	91 \$133,129	33 \$161,102	20 \$173,272	1				
40-44	47 \$123,890	87 \$130,730	68 \$165,319	35 \$163,898	28 \$210,783	9	2			
45-49	32 \$126,252	70 \$140,470	45 \$162,676	33 \$191,452	14	14	30 \$178,639	1		
50-54	23 \$160,389	54 \$139,618	47 \$153,898	26 \$166,474	23 \$182,356	15	53 \$213,051	58 \$182,512	4	
55-59	25 \$147,750	48 \$171,095	48 \$187,464	33 \$163,344	24 \$172,232	18	30 \$148,306	83 \$182,208	81 \$204,217	
60-64	4 \$174,004	29 \$174,004	34 \$176,282	14	8	1	9	16	19	8
65-69	2	7	8	6	1	3	2	4	3	
70+			2				2			

N-2,464

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2014), each adjusted as needed to fall within the 25-year average interest rate corridor under HATFA
1st Segment Rate	4.72%
2nd Segment Rate	6.11%
3rd Segment Rate	6.81%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2014), without regard to interest rate stabilization
1st Segment Rate	1.15%
2nd Segment Rate	4.06%
3rd Segment Rate	5.15%
Salary Increases	
Minimum Funding Target Normal Cost	See Table 1
Maximum Tax Expected Benefit Increase	See Table 1
Cash Balance Interest Crediting Rate	24-month average of 30-year Treasury Bill through August of prior year but not less than 3.00% (3.36% for 2015)
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 4.00% per year.
Social Security COLA Increases	3.00%
Optional Payment Form Election Percentage	
For retirement	90% assumed to elect lump sum and 10% assumed to elect annuity
For termination prior to retirement	50% assumed to elect immediate lump sum and 50% assumed to defer, and for those who defer, 90% assumed to elect lump sum at age 57 and 10% assumed to elect annuity at age 65

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Lump Sum Conversion Basis	The mortality table required under 417(e) for 2015 and the underlying liability interest rates, same as funding interest rates above for lump sums
PBGC Basis	The RP-2000 combined healthy mortality table weighted 75% male/25% female and an immediate interest rate derived from the 24-month average of PBGC rates through August of the prior year (1.00% for 2015) (4.00% for deferral period).
Retirement Age Active Participants Terminated Vested Participants	See Table 2 Immediate payment at termination for those assumed to elect a lump sum. For those who defer, 90% are assumed to elect an annuity at age 57 and 10% are assumed to elect an annuity at age 65
Mortality Rates Healthy and Disabled	2015 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	See Table 3
Disability Rates	See Table 4
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%)
Surviving Spouse Benefit	It is assumed that 75% of males and 60% of females have an eligible spouse, and that males are two years older than their spouses.
Valuation Compensation	2014 pensionable earnings rolled forward one year with the salary increase assumption
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$210,000 and the IRC section 401(a)(17) compensation limit of \$265,000.

Schedule SB Attachment (Form 5500)—2015 Plan Year
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Valuation of Plan Assets

Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.

A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2013 Plan Year

7.25%, limited to 6.76%

2014 Plan Year

6.75%

Trust Expenses Included in Target Normal Cost

Administrative expenses paid during the prior year (\$2,130,305 for 2015)

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2015

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 1

Salary Merit Increase Rates

Age	Rate	Age	Rate
21	6.75%	51	3.50%
22	6.75%	52	3.50%
23	6.75%	53	3.50%
24	6.75%	54	3.50%
25	6.75%	55	3.50%
26	6.75%	56	3.00%
27	6.75%	57	3.00%
28	6.75%	58	3.00%
29	6.75%	59	3.00%
30	6.75%	60	3.00%
31	6.75%	61	3.00%
32	6.75%	62	3.00%
33	6.75%	63	3.00%
34	6.75%	64	3.00%
35	6.75%	65+	3.00%
36	6.75%		
37	6.75%		
38	6.75%		
39	6.75%		
40	6.75%		
41	6.00%		
42	6.00%		
43	6.00%		
44	6.00%		
45	6.00%		
46	4.75%		
47	4.75%		
48	4.75%		
49	4.75%		
50	4.75%		

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 2

Retirement Rates

Age	Rate
50	5.00%
51	6.00%
52	7.00%
53	8.00%
54	9.00%
55	10.00%
56	10.00%
57	10.00%
58	10.00%
59	10.00%
60	20.00%
61	20.00%
62	30.00%
63	20.00%
64	20.00%
65	50.00%
66	35.00%
67	35.00%
68	35.00%
69	35.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 3—Page 1 of 2

Withdrawal Rates

Age	Years of Service				
	0-1	2	3	4	5+
15	13.00%	12.00%	11.00%	10.00%	10.00%
16	13.00%	12.00%	11.00%	10.00%	10.00%
17	13.00%	12.00%	11.00%	10.00%	10.00%
18	13.00%	12.00%	11.00%	10.00%	10.00%
19	13.00%	12.00%	11.00%	10.00%	10.00%
20	13.00%	12.00%	11.00%	10.00%	10.00%
21	13.00%	12.00%	11.00%	10.00%	10.00%
22	13.00%	12.00%	11.00%	10.00%	10.00%
23	13.00%	12.00%	11.00%	10.00%	10.00%
24	13.00%	12.00%	11.00%	10.00%	10.00%
25	13.00%	12.00%	11.00%	10.00%	10.00%
26	13.00%	12.00%	11.00%	10.00%	10.00%
27	13.00%	12.00%	11.00%	10.00%	10.00%
28	13.00%	12.00%	11.00%	10.00%	10.00%
29	13.00%	12.00%	11.00%	10.00%	10.00%
30	13.00%	12.00%	11.00%	10.00%	10.00%
31	13.00%	12.00%	11.00%	10.00%	10.00%
32	13.00%	12.00%	11.00%	10.00%	10.00%
33	13.00%	12.00%	11.00%	10.00%	10.00%
34	13.00%	12.00%	11.00%	10.00%	10.00%
35	13.00%	12.00%	11.00%	10.00%	10.00%
36	13.00%	12.00%	11.00%	10.00%	9.50%
37	13.00%	12.00%	11.00%	10.00%	9.00%
38	13.00%	12.00%	11.00%	10.00%	8.50%
39	13.00%	12.00%	11.00%	10.00%	8.00%
40	13.00%	12.00%	11.00%	10.00%	7.50%
41	13.00%	12.00%	11.00%	10.00%	7.00%
42	13.00%	12.00%	11.00%	10.00%	6.50%
43	13.00%	12.00%	11.00%	10.00%	6.00%
44	13.00%	12.00%	11.00%	10.00%	5.50%

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 3—Page 2 of 2

Withdrawal Rates

Age	Years of Service				
	0-1	2	3	4	5+
45	13.00%	12.00%	11.00%	10.00%	5.00%
46	13.00%	12.00%	11.00%	10.00%	5.00%
47	13.00%	12.00%	11.00%	10.00%	5.00%
48	13.00%	12.00%	11.00%	10.00%	5.00%
49	13.00%	12.00%	11.00%	10.00%	5.00%
50	13.00%	12.00%	11.00%	10.00%	5.00%
51	13.00%	12.00%	11.00%	10.00%	5.00%
52	13.00%	12.00%	11.00%	10.00%	5.00%
53	13.00%	12.00%	11.00%	10.00%	5.00%
54	13.00%	12.00%	11.00%	10.00%	5.00%
55	13.00%	12.00%	11.00%	10.00%	5.00%
56	13.00%	12.00%	11.00%	10.00%	5.00%
57	13.00%	12.00%	11.00%	10.00%	5.00%
58	13.00%	12.00%	11.00%	10.00%	5.00%
59	13.00%	12.00%	11.00%	10.00%	5.00%
60	13.00%	12.00%	11.00%	10.00%	5.00%
61	13.00%	12.00%	11.00%	10.00%	5.00%
62	13.00%	12.00%	11.00%	10.00%	5.00%
63	13.00%	12.00%	11.00%	10.00%	5.00%
64	13.00%	12.00%	11.00%	10.00%	5.00%
65+	0.00%	0.00%	0.00%	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 4

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.0357%	0.0357%	45	0.1904%	0.2856%
16	0.0357%	0.0357%	46	0.2142%	0.3213%
17	0.0357%	0.0357%	47	0.2499%	0.3570%
18	0.0357%	0.0357%	48	0.2975%	0.3927%
19	0.0357%	0.0357%	49	0.3332%	0.4284%
20	0.0357%	0.0357%	50	0.3927%	0.4760%
21	0.0357%	0.0357%	51	0.4641%	0.5236%
22	0.0357%	0.0357%	52	0.5474%	0.5831%
23	0.0357%	0.0357%	53	0.6307%	0.6426%
24	0.0357%	0.0357%	54	0.7259%	0.7021%
25	0.0357%	0.0357%	55	0.8211%	0.7616%
26	0.0357%	0.0357%	56	0.9163%	0.8211%
27	0.0357%	0.0357%	57	1.0234%	0.8806%
28	0.0357%	0.0476%	58	1.1305%	0.9520%
29	0.0357%	0.0476%	59	1.2495%	1.0115%
30	0.0357%	0.0476%	60	1.3685%	1.0710%
31	0.0357%	0.0595%	61	1.4994%	1.1424%
32	0.0357%	0.0595%	62	1.6422%	1.2019%
33	0.0357%	0.0714%	63	1.7969%	1.2495%
34	0.0357%	0.0714%	64	1.9516%	1.2971%
35	0.0476%	0.0833%	65+	0.0000%	0.0000%
36	0.0476%	0.0952%			
37	0.0595%	0.1071%			
38	0.0714%	0.1190%			
39	0.0833%	0.1428%			
40	0.0952%	0.1547%			
41	0.1071%	0.1785%			
42	0.1190%	0.2023%			
43	0.1428%	0.2261%			
44	0.1666%	0.2618%			

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4j - Schedule of Reportable Transactions

(b) Description of asset (include interest rate and maturity in case of a loan)	(d) Selling price	(g) Cost of asset	(i) Net gain or (loss)
DREYFUS TREAS & AGY CSH CSH MG	\$ —	\$ 35,071,672	\$ —
DREYFUS TREAS & AGY CSH CSH MG	29,525,190	29,525,190	—
DREYFUS TREAS & AGY CSH CSH MG	—	30,812,757	—
DREYFUS TREAS & AGY CSH CSH MG	—	60,002,401	—
DREYFUS TREAS & AGY CSH CSH MG	32,769,867	32,769,867	—

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2015 This Form is Open to Public Inspection
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For calendar plan year 2015 or fiscal plan year beginning 01/01/2015 and ending 12/31/2015

► **Round off amounts to nearest dollar.**

► **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN)	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information

1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2015</u>			
2 Assets:			
a Market value	2a	589,801,194	
b Actuarial value	2b	567,930,015	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	968	46,729,172	46,729,172
b For terminated vested participants	827	71,970,018	71,970,018
c For active participants	2,464	470,265,614	479,170,543
d Total	4,259	588,964,804	597,869,733
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	5.98%	
6 Target normal cost	6	26,790,625	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<u>9/26/2016</u> Date
	W. CLAY HOLLOWAY Type or print name of actuary	1405230 Most recent enrollment number
	HEWITT ASSOCIATES LLC Firm name	281-363-0456 Telephone number (including area code)
	9500 LAKESIDE BLVD. THE WOODLANDS TX 77381 Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2015
v. 150123

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8).....	0	0
10 Interest on line 9 using prior year's actual return of <u>10.61</u> %	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		127,074
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.18</u> %		7,853
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		134,927
d Portion of (c) to be added to prefunding balance.....		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III | Funding Percentages

14	Funding target attainment percentage	14	94.99%
15	Adjusted funding target attainment percentage	15	94.99%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	90.41%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/09/2015	13,900,000	0			
07/15/2015	10,000,000	0			
10/15/2015	5,400,000	0			
12/08/2015	40,184	0			
01/15/2016	9,700,000	0			
09/15/2016	6,400,000	0			
			Totals ►	18(b)	45,440,184
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	43,504,673

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.72%	2nd segment: 6.11%	3rd segment: 6.81%	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 58
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	26,790,625	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:			
a Net shortfall amortization installment	Outstanding Balance	Installment	
	29,939,718	16,667,133	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	43,457,758	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	43,457,758	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	43,504,673	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	46,915	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:				
a Schedule elected	☐ 2 plus 7 years	☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008	☐ 2009	☐ 2010	☐ 2011
42 Amount of acceleration adjustment	42			
43 Excess installment acceleration amount to be carried over to future plan years	43			

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2015

Date	Amount	Days to Discount to 1/1/2015 at 5.98%	Interest Adjusted Contribution
April 9, 2015	\$ 13,900,000	98	\$ 13,684,923
July 15, 2015	10,000,000	195	9,694,473
October 15, 2015	5,400,000	287	5,158,936
December 8, 2015	40,184	341	38,062
January 15, 2016	9,700,000	379	9,132,303
September 15, 2016	6,400,000	623	5,795,976
Total Contribution	\$ 45,440,184		\$ 43,504,673

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	5.00%	1.0000	2.53
51.5	6.00%	0.9500	2.94
52.5	7.00%	0.8930	3.28
53.5	8.00%	0.8305	3.55
54.5	9.00%	0.7641	3.75
55.5	10.00%	0.6953	3.86
56.5	10.00%	0.6258	3.54
57.5	10.00%	0.5632	3.24
58.5	10.00%	0.5069	2.97
59.5	10.00%	0.4562	2.71
60.5	20.00%	0.4106	4.97
61.5	20.00%	0.3284	4.04
62.5	30.00%	0.2628	4.93
63.5	20.00%	0.1839	2.34
64.5	20.00%	0.1471	1.90
65.5	50.00%	0.1177	3.86
66.5	35.00%	0.0589	1.37
67.5	35.00%	0.0383	0.90
68.5	35.00%	0.0249	0.60
69.5	35.00%	0.0162	0.39
70	100.00%	0.0105	0.74
Weighted Average			58.41

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- A change in the salary scale from an age-graded table that ranges from 7.75%-4.00% to an age-graded table that ranges from 6.75%-3.00%.
- A change in the cash balance interest crediting rate from 3.07% in 2014 to 3.36% in 2015. Please note that the underlying assumption methodology did not change and the change in the assumption was strictly due to changes in the economic environment.

These changes were made to better reflect the anticipated plan experience. These assumption changes did not result in a decrease in the funding shortfall of the plan in excess of \$50,000,000 or both 5% of the funding target of the plan and \$5,000,000; as such, approval of the commissioner is not required.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2015

Attained Age	Number of Participants and Average Compensation									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	40 \$87,503	46 \$92,918	1							
25-29	60 \$96,624	202 \$106,868	65 \$121,623	1						
30-34	49 \$100,422	159 \$115,181	99 \$130,029	24 \$127,856						
35-39	62 \$121,936	121 \$121,472	91 \$133,129	33 \$161,102	20 \$173,272	1				
40-44	47 \$123,890	87 \$130,730	68 \$165,319	35 \$163,898	28 \$210,783	9	2			
45-49	32 \$126,252	70 \$140,470	45 \$162,676	33 \$191,452	14	14	30 \$178,639	1		
50-54	23 \$160,389	54 \$139,618	47 \$153,898	26 \$166,474	23 \$182,356	15	53 \$213,051	58 \$182,512	4	
55-59	25 \$147,750	48 \$171,095	48 \$187,464	33 \$163,344	24 \$172,232	18	30 \$148,306	83 \$182,208	81 \$204,217	
60-64	4 \$174,004	29 \$174,004	34 \$176,282	14	8	1	9	16	19	8
65-69	2	7	8	6	1	3	2	4	3	
70+			2				2			

N-2,464

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 21,864,219	January 1, 2010	2	\$ 11,184,159
Shortfall	\$ 28,181,597	January 1, 2011	3	\$ 9,830,285
Shortfall	\$ (3,575,798)	January 1, 2012	4	\$ (956,710)
Shortfall	\$ (23,468,983)	January 1, 2013	5	\$ (5,136,416)
Shortfall	\$ 26,988,576	January 1, 2014	6	\$ 5,080,175
Shortfall	\$ (20,049,893)	January 1, 2015	7	\$ (3,334,360)

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Schedule SB, Part V—Statement of Actuarial Assumptions/Methods

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2014), each adjusted as needed to fall within the 25-year average interest rate corridor under HATFA
1st Segment Rate	4.72%
2nd Segment Rate	6.11%
3rd Segment Rate	6.81%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2014), without regard to interest rate stabilization
1st Segment Rate	1.15%
2nd Segment Rate	4.06%
3rd Segment Rate	5.15%
Salary Increases	
Minimum Funding Target Normal Cost	See Table 1
Maximum Tax Expected Benefit Increase	See Table 1
Cash Balance Interest Crediting Rate	24-month average of 30-year Treasury Bill through August of prior year but not less than 3.00% (3.36% for 2015)
Social Security Wage Base Increases	Future wage indices are based on a national wage increase of 4.00% per year.
Social Security COLA Increases	3.00%
Optional Payment Form Election Percentage	
For retirement	90% assumed to elect lump sum and 10% assumed to elect annuity
For termination prior to retirement	50% assumed to elect immediate lump sum and 50% assumed to defer, and for those who defer, 90% assumed to elect lump sum at age 57 and 10% assumed to elect annuity at age 65

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Lump Sum Conversion Basis	The mortality table required under 417(e) for 2015 and the underlying liability interest rates, same as funding interest rates above for lump sums
PBGC Basis	The RP-2000 combined healthy mortality table weighted 75% male/25% female and an immediate interest rate derived from the 24-month average of PBGC rates through August of the prior year (1.00% for 2015) (4.00% for deferral period).
Retirement Age Active Participants Terminated Vested Participants	See Table 2 Immediate payment at termination for those assumed to elect a lump sum. For those who defer, 90% are assumed to elect an annuity at age 57 and 10% are assumed to elect an annuity at age 65
Mortality Rates Healthy and Disabled	2015 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(e)
Withdrawal Rates	See Table 3
Disability Rates	See Table 4
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%)
Surviving Spouse Benefit	It is assumed that 75% of males and 60% of females have an eligible spouse, and that males are two years older than their spouses.
Valuation Compensation	2014 pensionable earnings rolled forward one year with the salary increase assumption
Benefit and Compensation Limits	Projected benefits and compensation are limited by the current IRC section 415 maximum benefit of \$210,000 and the IRC section 401(a)(17) compensation limit of \$265,000.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Valuation of Plan Assets

Smoothed fair market value of assets over the current and prior two years, adjusted for contributions, benefit payments, administrative expenses, and expected earnings. The average value of assets calculated in this manner is further limited to not less than 90% nor more than 110% of fair market value.

A characteristic of this method is that the expected distribution of the value of plan assets is skewed toward understatement relative to the corresponding market values for expected long-term rates of return in excess of the third segment rate under IRC section 430(h)(2)(C)(iii).

Expected Return on Assets

2013 Plan Year

7.25%, limited to 6.76%

2014 Plan Year

6.75%

Trust Expenses Included in Target Normal Cost

Administrative expenses paid during the prior year (\$2,130,305 for 2015)

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2015

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 1

Salary Merit Increase Rates

Age	Rate	Age	Rate
21	6.75%	51	3.50%
22	6.75%	52	3.50%
23	6.75%	53	3.50%
24	6.75%	54	3.50%
25	6.75%	55	3.50%
26	6.75%	56	3.00%
27	6.75%	57	3.00%
28	6.75%	58	3.00%
29	6.75%	59	3.00%
30	6.75%	60	3.00%
31	6.75%	61	3.00%
32	6.75%	62	3.00%
33	6.75%	63	3.00%
34	6.75%	64	3.00%
35	6.75%	65+	3.00%
36	6.75%		
37	6.75%		
38	6.75%		
39	6.75%		
40	6.75%		
41	6.00%		
42	6.00%		
43	6.00%		
44	6.00%		
45	6.00%		
46	4.75%		
47	4.75%		
48	4.75%		
49	4.75%		
50	4.75%		

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 2

Retirement Rates

Age	Rate
50	5.00%
51	6.00%
52	7.00%
53	8.00%
54	9.00%
55	10.00%
56	10.00%
57	10.00%
58	10.00%
59	10.00%
60	20.00%
61	20.00%
62	30.00%
63	20.00%
64	20.00%
65	50.00%
66	35.00%
67	35.00%
68	35.00%
69	35.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 3—Page 1 of 2

Withdrawal Rates

Age	Years of Service				
	0-1	2	3	4	5+
15	13.00%	12.00%	11.00%	10.00%	10.00%
16	13.00%	12.00%	11.00%	10.00%	10.00%
17	13.00%	12.00%	11.00%	10.00%	10.00%
18	13.00%	12.00%	11.00%	10.00%	10.00%
19	13.00%	12.00%	11.00%	10.00%	10.00%
20	13.00%	12.00%	11.00%	10.00%	10.00%
21	13.00%	12.00%	11.00%	10.00%	10.00%
22	13.00%	12.00%	11.00%	10.00%	10.00%
23	13.00%	12.00%	11.00%	10.00%	10.00%
24	13.00%	12.00%	11.00%	10.00%	10.00%
25	13.00%	12.00%	11.00%	10.00%	10.00%
26	13.00%	12.00%	11.00%	10.00%	10.00%
27	13.00%	12.00%	11.00%	10.00%	10.00%
28	13.00%	12.00%	11.00%	10.00%	10.00%
29	13.00%	12.00%	11.00%	10.00%	10.00%
30	13.00%	12.00%	11.00%	10.00%	10.00%
31	13.00%	12.00%	11.00%	10.00%	10.00%
32	13.00%	12.00%	11.00%	10.00%	10.00%
33	13.00%	12.00%	11.00%	10.00%	10.00%
34	13.00%	12.00%	11.00%	10.00%	10.00%
35	13.00%	12.00%	11.00%	10.00%	10.00%
36	13.00%	12.00%	11.00%	10.00%	9.50%
37	13.00%	12.00%	11.00%	10.00%	9.00%
38	13.00%	12.00%	11.00%	10.00%	8.50%
39	13.00%	12.00%	11.00%	10.00%	8.00%
40	13.00%	12.00%	11.00%	10.00%	7.50%
41	13.00%	12.00%	11.00%	10.00%	7.00%
42	13.00%	12.00%	11.00%	10.00%	6.50%
43	13.00%	12.00%	11.00%	10.00%	6.00%
44	13.00%	12.00%	11.00%	10.00%	5.50%

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 3—Page 2 of 2

Withdrawal Rates

Age	Years of Service				
	0-1	2	3	4	5+
45	13.00%	12.00%	11.00%	10.00%	5.00%
46	13.00%	12.00%	11.00%	10.00%	5.00%
47	13.00%	12.00%	11.00%	10.00%	5.00%
48	13.00%	12.00%	11.00%	10.00%	5.00%
49	13.00%	12.00%	11.00%	10.00%	5.00%
50	13.00%	12.00%	11.00%	10.00%	5.00%
51	13.00%	12.00%	11.00%	10.00%	5.00%
52	13.00%	12.00%	11.00%	10.00%	5.00%
53	13.00%	12.00%	11.00%	10.00%	5.00%
54	13.00%	12.00%	11.00%	10.00%	5.00%
55	13.00%	12.00%	11.00%	10.00%	5.00%
56	13.00%	12.00%	11.00%	10.00%	5.00%
57	13.00%	12.00%	11.00%	10.00%	5.00%
58	13.00%	12.00%	11.00%	10.00%	5.00%
59	13.00%	12.00%	11.00%	10.00%	5.00%
60	13.00%	12.00%	11.00%	10.00%	5.00%
61	13.00%	12.00%	11.00%	10.00%	5.00%
62	13.00%	12.00%	11.00%	10.00%	5.00%
63	13.00%	12.00%	11.00%	10.00%	5.00%
64	13.00%	12.00%	11.00%	10.00%	5.00%
65+	0.00%	0.00%	0.00%	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Table 4

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.0357%	0.0357%	45	0.1904%	0.2856%
16	0.0357%	0.0357%	46	0.2142%	0.3213%
17	0.0357%	0.0357%	47	0.2499%	0.3570%
18	0.0357%	0.0357%	48	0.2975%	0.3927%
19	0.0357%	0.0357%	49	0.3332%	0.4284%
20	0.0357%	0.0357%	50	0.3927%	0.4760%
21	0.0357%	0.0357%	51	0.4641%	0.5236%
22	0.0357%	0.0357%	52	0.5474%	0.5831%
23	0.0357%	0.0357%	53	0.6307%	0.6426%
24	0.0357%	0.0357%	54	0.7259%	0.7021%
25	0.0357%	0.0357%	55	0.8211%	0.7616%
26	0.0357%	0.0357%	56	0.9163%	0.8211%
27	0.0357%	0.0357%	57	1.0234%	0.8806%
28	0.0357%	0.0476%	58	1.1305%	0.9520%
29	0.0357%	0.0476%	59	1.2495%	1.0115%
30	0.0357%	0.0476%	60	1.3685%	1.0710%
31	0.0357%	0.0595%	61	1.4994%	1.1424%
32	0.0357%	0.0595%	62	1.6422%	1.2019%
33	0.0357%	0.0714%	63	1.7969%	1.2495%
34	0.0357%	0.0714%	64	1.9516%	1.2971%
35	0.0476%	0.0833%	65+	0.0000%	0.0000%
36	0.0476%	0.0952%			
37	0.0595%	0.1071%			
38	0.0714%	0.1190%			
39	0.0833%	0.1428%			
40	0.0952%	0.1547%			
41	0.1071%	0.1785%			
42	0.1190%	0.2023%			
43	0.1428%	0.2261%			
44	0.1666%	0.2618%			

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, Part V—Summary of Plan Provisions

Effective Date	The Retirement Plan of Marathon Oil Company was established in 1936. Amendments adopted or effective by July 6, 2015 are reflected in this valuation.
Eligibility for Participation	Immediate participation.
Normal Retirement	
Eligibility	Age 65.
Benefit	Frozen service benefit plus cash balance account. The frozen service benefit is converted to a lump sum and added to the cash balance account or the cash balance account is converted to an annuity and added to the frozen service benefit.
Early Retirement	
Eligibility	Age 50 and 10 years of vesting service.
Benefit	Frozen service benefit reduced 3% per year from age 62 and 4% per year from age 59 plus cash balance account.
Vested Termination Benefits	
Eligibility	Three years of vesting service (benefits accrued as of January 1, 2002 are 100% vested).
Benefit	Frozen service benefit payable at age 65 (actuarially reduced for early commencement) plus cash balance account.
Disability Benefit	
Eligibility	Three years of vesting service.
Benefit	Benefit accrued based on service at termination due to disability.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Preretirement Death Benefit
Eligibility

Earlier of age 65 and three years of vesting service.

Benefit

The frozen service benefit under the lump sum option is equivalent to 100% of the lump sum of the lifetime form of benefit had the employee retired or terminated on the date of his death. The monthly frozen service benefit annuity form of payment shall be the actuarial equivalent value of the lump sum form as described above.

100% of the cash balance account is payable to the beneficiary.

Death After Early Retirement
Eligibility

Death after retirement but prior to age 65.

Benefits

50% of the frozen service benefit amount the member was receiving as a lifetime form of benefit, exclusive of any temporary supplemental benefits.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

50% of the frozen service benefit to which the member was entitled as a vested terminated employee. If the member is under age 50 at the time of his death, payment of the frozen service benefit to his spouse will be deferred until the time he would have attained age 50.

100% of the cash balance account is payable to the beneficiary.

Normal Form of Annuity
Without Spouse

Life annuity.

With Spouse

Joint and survivor annuity actuarially equivalent to the retirement benefit payable for employee's lifetime. Participant receives reduced lifetime benefit and, in event of participant's death, 50% of reduced benefit continued to surviving spouse.

Optional Forms of Annuity

Life annuity; term certain and life annuity; joint and survivor annuity (25%, 50%, 75% or 100%); lump sum.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Definitions

Frozen Service Benefit

Monthly benefit payable to a member upon normal retirement equal to [(1) less (2)] times (3):

- (1) 60% of final average pay (average of highest 36 consecutive months of last 10 years of service).
- (2) 50% of the member's Social Security benefit.
- (3) Ratio of actual years of service to 37.5 years, with such ratio not greater than one.

Benefit service under this formula was frozen on December 31, 2009 for all participants. Additionally, final average pay and the Social Security benefit were also frozen on December 31, 2009 for certain highly compensated employees. For all other participants, final average pay and the Social Security benefits were frozen on July 5, 2015.

Cash Balance Account

Hypothetical accounts established on January 1, 2010 for each participant. Initial account balances are \$0 and accounts are credited with pay and interest credits for each year after 2009.

Pay Credits

A percentage of eligible compensation is credited to each participant's account for each year of participation after 2009 based on the participant's attained points (age plus service). For this purpose, all service is included.

Points	Percentage
Under 50	7.00%
50 to 69	9.00%
70 and over	11.00%

Interest Credits

Interest on the opening balance is credited each year based on the 30-year Treasury rate.

Benefit and Vesting Service

Generally based on elapsed time. Any period of service with an employer commencing on employee's date of hire for vesting service and upon plan participation for benefit service and ending on the date of termination.

Compensation

Total regular annual salary including overtime, bonuses, and commissions.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Average Monthly Compensation	Average monthly compensation in the 36 highest consecutive calendar months during the last 10 years of participation.
Social Security Benefit	Estimated Social Security benefit assuming no future earnings after termination. Calculated at age 62 for retirement eligible employees, otherwise age 65.
Plan Year	January 1 to December 31.
Actuarial Equivalence Conversion of Frozen Service Benefit to Lump Sum	<p>The greater of the minimum amount required under IRC §417(e)(3) or an amount based on the current interest rate assumption and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.</p> <p>The current interest rate assumption is the lesser of the following annuity rates:</p> <ol style="list-style-type: none">(1) The simple average (rounded to the nearest one quarter of one percent) of PBGC immediate rates in effect on the first day of the months April through September of the prior year.(2) The PBGC immediate annuity rate in effect on the first day of the plan year.
Conversion of Cash Balance Account to Monthly Single Life Annuity	Based on the applicable mortality and interest rates under IRC §417(e)(3).
Other Optional Forms	7% and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Changes in Plan Provisions for the January 1, 2015 Valuation

- An increase in the annual pay limit under IRC section 401(a)(17) from \$260,000 in 2014 to \$265,000 in 2015.
- The mortality table used for lump sum calculations changed from the 417(e) table for 2014 to the 417(e) table for 2015.
- Final average pay and Social Security benefits were frozen as of July 5, 2015 for all remaining participants with a prior frozen service benefit.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2015

Date	Amount	Days to Discount to 1/1/2015 at 5.98%	Interest Adjusted Contribution
April 9, 2015	\$ 13,900,000	98	\$ 13,684,923
July 15, 2015	10,000,000	195	9,694,473
October 15, 2015	5,400,000	287	5,158,936
December 8, 2015	40,184	341	38,062
January 15, 2016	9,700,000	379	9,132,303
September 15, 2016	6,400,000	623	5,795,976
Total Contribution	\$ 45,440,184		\$ 43,504,673

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
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Schedule SB, line 22—Description of Weighted Average Retirement Age

The average retirement age shown in line 22 has been calculated by assuming the following retirement rates and no decrements other than retirement for this calculation. All retirements are assumed to occur at mid-year, except for the 100% retirement age.

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	5.00%	1.0000	2.53
51.5	6.00%	0.9500	2.94
52.5	7.00%	0.8930	3.28
53.5	8.00%	0.8305	3.55
54.5	9.00%	0.7641	3.75
55.5	10.00%	0.6953	3.86
56.5	10.00%	0.6258	3.54
57.5	10.00%	0.5632	3.24
58.5	10.00%	0.5069	2.97
59.5	10.00%	0.4562	2.71
60.5	20.00%	0.4106	4.97
61.5	20.00%	0.3284	4.04
62.5	30.00%	0.2628	4.93
63.5	20.00%	0.1839	2.34
64.5	20.00%	0.1471	1.90
65.5	50.00%	0.1177	3.86
66.5	35.00%	0.0589	1.37
67.5	35.00%	0.0383	0.90
68.5	35.00%	0.0249	0.60
69.5	35.00%	0.0162	0.39
70	100.00%	0.0105	0.74
Weighted Average			58.41

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, Part V—Summary of Plan Provisions

Effective Date	The Retirement Plan of Marathon Oil Company was established in 1936. Amendments adopted or effective by July 6, 2015 are reflected in this valuation.
Eligibility for Participation	Immediate participation.
Normal Retirement	
Eligibility	Age 65.
Benefit	Frozen service benefit plus cash balance account. The frozen service benefit is converted to a lump sum and added to the cash balance account or the cash balance account is converted to an annuity and added to the frozen service benefit.
Early Retirement	
Eligibility	Age 50 and 10 years of vesting service.
Benefit	Frozen service benefit reduced 3% per year from age 62 and 4% per year from age 59 plus cash balance account.
Vested Termination Benefits	
Eligibility	Three years of vesting service (benefits accrued as of January 1, 2002 are 100% vested).
Benefit	Frozen service benefit payable at age 65 (actuarially reduced for early commencement) plus cash balance account.
Disability Benefit	
Eligibility	Three years of vesting service.
Benefit	Benefit accrued based on service at termination due to disability.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Preretirement Death Benefit
Eligibility

Earlier of age 65 and three years of vesting service.

Benefit

The frozen service benefit under the lump sum option is equivalent to 100% of the lump sum of the lifetime form of benefit had the employee retired or terminated on the date of his death. The monthly frozen service benefit annuity form of payment shall be the actuarial equivalent value of the lump sum form as described above.

100% of the cash balance account is payable to the beneficiary.

Death After Early Retirement
Eligibility

Death after retirement but prior to age 65.

Benefits

50% of the frozen service benefit amount the member was receiving as a lifetime form of benefit, exclusive of any temporary supplemental benefits.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

50% of the frozen service benefit to which the member was entitled as a vested terminated employee. If the member is under age 50 at the time of his death, payment of the frozen service benefit to his spouse will be deferred until the time he would have attained age 50.

100% of the cash balance account is payable to the beneficiary.

Normal Form of Annuity
Without Spouse

Life annuity.

With Spouse

Joint and survivor annuity actuarially equivalent to the retirement benefit payable for employee's lifetime. Participant receives reduced lifetime benefit and, in event of participant's death, 50% of reduced benefit continued to surviving spouse.

Optional Forms of Annuity

Life annuity; term certain and life annuity; joint and survivor annuity (25%, 50%, 75% or 100%); lump sum.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Definitions

Frozen Service Benefit

Monthly benefit payable to a member upon normal retirement equal to [(1) less (2)] times (3):

- (1) 60% of final average pay (average of highest 36 consecutive months of last 10 years of service).
- (2) 50% of the member's Social Security benefit.
- (3) Ratio of actual years of service to 37.5 years, with such ratio not greater than one.

Benefit service under this formula was frozen on December 31, 2009 for all participants. Additionally, final average pay and the Social Security benefit were also frozen on December 31, 2009 for certain highly compensated employees. For all other participants, final average pay and the Social Security benefits were frozen on July 5, 2015.

Cash Balance Account

Hypothetical accounts established on January 1, 2010 for each participant. Initial account balances are \$0 and accounts are credited with pay and interest credits for each year after 2009.

Pay Credits

A percentage of eligible compensation is credited to each participant's account for each year of participation after 2009 based on the participant's attained points (age plus service). For this purpose, all service is included.

Points	Percentage
Under 50	7.00%
50 to 69	9.00%
70 and over	11.00%

Interest Credits

Interest on the opening balance is credited each year based on the 30-year Treasury rate.

Benefit and Vesting Service

Generally based on elapsed time. Any period of service with an employer commencing on employee's date of hire for vesting service and upon plan participation for benefit service and ending on the date of termination.

Compensation

Total regular annual salary including overtime, bonuses, and commissions.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Average Monthly Compensation	Average monthly compensation in the 36 highest consecutive calendar months during the last 10 years of participation.
Social Security Benefit	Estimated Social Security benefit assuming no future earnings after termination. Calculated at age 62 for retirement eligible employees, otherwise age 65.
Plan Year	January 1 to December 31.
Actuarial Equivalence Conversion of Frozen Service Benefit to Lump Sum	<p>The greater of the minimum amount required under IRC §417(e)(3) or an amount based on the current interest rate assumption and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.</p> <p>The current interest rate assumption is the lesser of the following annuity rates:</p> <ol style="list-style-type: none">(1) The simple average (rounded to the nearest one quarter of one percent) of PBGC immediate rates in effect on the first day of the months April through September of the prior year.(2) The PBGC immediate annuity rate in effect on the first day of the plan year.
Conversion of Cash Balance Account to Monthly Single Life Annuity	Based on the applicable mortality and interest rates under IRC §417(e)(3).
Other Optional Forms	7% and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Changes in Plan Provisions for the January 1, 2015 Valuation

- An increase in the annual pay limit under IRC section 401(a)(17) from \$260,000 in 2014 to \$265,000 in 2015.
- The mortality table used for lump sum calculations changed from the 417(e) table for 2014 to the 417(e) table for 2015.
- Final average pay and Social Security benefits were frozen as of July 5, 2015 for all remaining participants with a prior frozen service benefit.

Other Information to Fully and Fairly Disclose the Actuarial Position of the Plan

Due to software limitations with the electronic filing process, information filed electronically cannot be controlled by the Enrolled Actuary. The values on the signed Schedule SB will govern to the extent there are any differences in the entries filed electronically and the actual data contained on the signed Schedule SB.

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	BNY MELLON CASH RESERVE	INTEREST-BEARING CASH	0.010% 12/31/2049 DD 06/26/97	\$ 302,426.08	\$ 302,426.08
	SWAP COLLATERAL WITH MORGAN	INTEREST-BEARING CASH	STANLEY	\$ 972,478.60	\$ 972,478.60
	CHF (SWISS FRANC)	INTEREST-BEARING CASH		(2.21)	(2.19)
	GBP (GREAT BRITISH POUNDS)	INTEREST-BEARING CASH		14.76	14.75
	JPY (JAPANESE YEN)	INTEREST-BEARING CASH		(15.29)	(15.33)
	ILS (ISRAELI SHEKEL)	INTEREST-BEARING CASH		(0.45)	(0.45)
	CAD (CANADIAN DOLLARS)	INTEREST-BEARING CASH		1,620.83	1,620.83
	DKK (DANISH KRONE)	INTEREST-BEARING CASH		(9.12)	(9.07)
	BNY MELLON CASH RESERVE	INTEREST-BEARING CASH	0.010% 12/31/2049 DD 06/26/97	\$ 35.01	\$ 35.01
	COMMIT TO PUR FNMA SF MTG	U. S. GOVERNMENT SECURITIES	3.500% 01/01/2046 DD 01/01/16	\$ 5,162,307.80	\$ 5,158,600.00
	COMMIT TO PUR FNMA SF MTG	U. S. GOVERNMENT SECURITIES	3.500% 11/01/2045 DD 11/01/15	\$ 2,396,626.20	\$ 2,383,973.00
	FNMA POOL #0AM5186	U. S. GOVERNMENT SECURITIES	4.240% 01/01/2029 DD 01/01/14	\$ 174,792.66	\$ 170,892.50
	FNMA POOL #0AM6492	U. S. GOVERNMENT SECURITIES	3.760% 08/01/2034 DD 08/01/14	\$ 245,117.25	\$ 232,924.50
	FNMA POOL #0AM6501	U. S. GOVERNMENT SECURITIES	3.320% 08/01/2026 DD 08/01/14	\$ 417,580.00	\$ 407,672.00
	FNMA POOL #0AM6761	U. S. GOVERNMENT SECURITIES	3.570% 10/01/2029 DD 10/01/14	\$ 309,943.48	\$ 302,653.36
	FNMA POOL #0AM6835	U. S. GOVERNMENT SECURITIES	3.580% 10/01/2029 DD 10/01/14	\$ 122,121.08	\$ 119,229.29
	FNMA POOL #0AM8035	U. S. GOVERNMENT SECURITIES	2.660% 03/01/2027 DD 03/01/15	\$ 613,621.88	\$ 583,294.20
	FNMA POOL #0AM8036	U. S. GOVERNMENT SECURITIES	2.748% 03/01/2027 DD 03/01/15	\$ 628,710.94	\$ 597,637.50
	FNMA POOL #0AM7356	U. S. GOVERNMENT SECURITIES	3.380% 12/01/2029 DD 12/01/14	\$ 224,176.20	\$ 216,408.25
	FNMA POOL #0AM7357	U. S. GOVERNMENT SECURITIES	3.380% 12/01/2029 DD 12/01/14	\$ 546,273.00	\$ 528,438.75
	FNMA POOL #0AM7358	U. S. GOVERNMENT SECURITIES	3.380% 12/01/2029 DD 12/01/14	\$ 390,195.00	\$ 377,456.25
	FNMA POOL #0AM7493	U. S. GOVERNMENT SECURITIES	3.240% 12/01/2026 DD 12/01/14	\$ 165,068.80	\$ 162,368.00
	FNMA POOL #0AR9188	U. S. GOVERNMENT SECURITIES	2.500% 03/01/2043 DD 03/01/13	\$ 2,551,955.58	\$ 2,522,381.81
	FNMA POOL #0AT0238	U. S. GOVERNMENT SECURITIES	2.500% 03/01/2043 DD 03/01/13	\$ 329,446.58	\$ 325,621.94
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.000% 05/15/2042 DD 05/15/12	\$ 1,201,395.87	\$ 1,150,052.31
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.125% 08/15/2044 DD 08/15/14	\$ 1,238,044.00	\$ 1,175,288.50
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.000% 05/15/2045 DD 05/15/15	\$ 1,170,815.98	\$ 1,137,776.49
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	2.875% 08/15/2045 DD 08/15/15	\$ 219,005.31	\$ 215,608.62
	U S TREASURY BOND	U. S. GOVERNMENT SECURITIES	3.000% 11/15/2045 DD 11/15/15	\$ 1,334,626.95	\$ 1,321,011.75

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	AMMC CLO XIV LTD 14A A1L 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 07/27/2026 DD 07/11/14	\$ 500,518.63	\$ 499,955.05
	ALABAMA POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.100% 01/15/2042 DD 01/18/12	\$ 206,794.00	\$ 190,186.00
	AMGEN INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.375% 06/01/2037 DD 12/01/07	\$ 327,249.00	\$ 302,783.00
	ANHEUSER-BUSCH INBEV WORLDWIDE	CORPORATE DEBT INSTRUMENTS - PREFERRED 8.200% 01/15/2039 DD 01/15/11	\$ 540,337.00	\$ 504,507.50
	ANHEUSER-BUSCH INBEV WORLDWIDE	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.750% 07/15/2042 DD 07/16/12	\$ 34,186.50	\$ 34,368.40
	ANHEUSER-BUSCH INBEV FINANCE I	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.000% 01/17/2043 DD 01/17/13	\$ 53,489.40	\$ 54,032.40
	APACHE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.100% 09/01/2040 DD 08/20/10	\$ 131,994.90	\$ 115,399.35
	APACHE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.750% 04/15/2043 DD 04/09/12	\$ 65,537.27	\$ 58,498.30
	APIDOS CLO XVI 16A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/19/2025 DD 01/09/14	\$ 334,688.45	\$ 330,326.75
	APPLE INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.850% 05/04/2043 DD 05/03/13	\$ 180,129.60	\$ 165,835.80
	APPLE INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.450% 02/09/2045 DD 02/09/15	\$ 84,246.05	\$ 73,181.60
	ASTRAZENECA PLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.375% 11/16/2025 DD 11/16/15	\$ 175,862.75	\$ 173,733.00
	ASTRAZENECA PLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.375% 11/16/2045 DD 11/16/15	\$ 212,901.22	\$ 215,436.45
	ATLAS SENIOR LOAN FU 6A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 10/15/2026 DD 09/25/14	\$ 466,490.04	\$ 465,130.80
	BB-UBS TRUST 2012- SHOW A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.430% 11/05/2036 DD 11/01/12	\$ 122,098.80	\$ 119,377.20
	BHP BILLITON FINANCE USA LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.850% 09/30/2023 DD 09/30/13	\$ 9,420.50	\$ 9,468.20
	BHP BILLITON FINANCE USA LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.000% 09/30/2043 DD 09/30/13	\$ 79,346.40	\$ 62,916.00
	BANC OF AMERICA COMMERCIA 4 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 02/10/2051 DD 11/01/07	\$ 108,603.77	\$ 103,657.20
	BEAR STEARNS COMMERCIAL T26 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/12/2045 DD 04/01/07	\$ 128,383.70	\$ 123,368.63
	BEAR STEARNS COMMERCIA PW16 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 06/11/2040 DD 06/01/07	\$ 178,779.59	\$ 169,679.82
	BERKSHIRE HATHAWAY INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.500% 02/11/2043 DD 02/11/13	\$ 142,169.30	\$ 130,900.90
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.750% 05/01/2040 DD 05/17/10	\$ 203,570.40	\$ 184,704.30
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.400% 06/01/2041 DD 05/19/11	\$ 214,725.60	\$ 195,690.60
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.400% 03/15/2042 DD 03/02/12	\$ 63,251.55	\$ 61,807.85
	BURLINGTON NORTHERN SANTA FE L	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.150% 05/01/2037 DD 04/13/07	\$ 72,388.25	\$ 64,475.95
	COMM 2014-UBS4 MORTGAG UBS4 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.694% 08/10/2047 DD 07/01/14	\$ 223,928.95	\$ 218,429.25
	CSAIL 2015-C1 COMMERCIAL C1 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.505% 04/15/2050 DD 03/01/15	\$ 545,896.82	\$ 533,158.80
	CSAIL 2015-C3 COMMERCIAL C3 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.718% 08/15/2048 DD 08/01/15	\$ 372,857.47	\$ 366,727.72
	CARLYLE GLOBAL MARKE 4A B 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 10/15/2026 DD 09/30/14	\$ 261,690.00	\$ 260,109.20

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	CATERPILLAR INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.300% 05/15/2044 DD 05/08/14	\$ 60,267.15	\$ 57,942.60
	CENT CLO 17 17A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/30/2025 DD 02/21/13	\$ 499,243.00	\$ 498,536.00
	CENT CLO 22 LTD 22A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 11/07/2026 DD 10/30/14	\$ 337,960.00	\$ 335,539.20
	CISCO SYSTEMS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.500% 01/15/2040 DD 11/17/09	\$ 162,272.50	\$ 152,456.20
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 7.050% 03/15/2033 DD 03/14/03	\$ 939,168.00	\$ 870,885.00
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.950% 08/15/2037 DD 08/23/07	\$ 211,335.00	\$ 195,732.00
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.750% 03/01/2044 DD 02/26/14	\$ 211,734.10	\$ 197,354.90
	COMCAST CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.400% 08/15/2035 DD 05/27/15	\$ 99,939.00	\$ 100,596.00
	COMMERCIAL MORTGAGE LO LSI A4B	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 12/10/2049 DD 03/01/08	\$ 291,891.76	\$ 279,977.07
	CONNECTICUT LIGHT & POWER CO/T	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.300% 04/15/2044 DD 04/24/14	\$ 108,307.00	\$ 100,439.00
	CONOCOPHILLIPS	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.500% 02/01/2039 DD 02/03/09	\$ 232,513.75	\$ 184,416.75
	CONSOLIDATED EDISON CO OF NEW	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.200% 03/15/2042 DD 03/13/12	\$ 114,075.50	\$ 105,492.20
	CONSOLIDATED EDISON CO OF NEW	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.950% 03/01/2043 DD 02/28/13	\$ 299,202.00	\$ 277,089.00
	CONSOLIDATED EDISON CO OF NEW	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.625% 12/01/2054 DD 11/24/14	\$ 240,941.80	\$ 216,469.00
	COOPERATIEVE RABOBANK UA	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.250% 08/04/2045 DD 08/04/15	\$ 492,777.45	\$ 518,705.55
	CORP NACIONAL DEL COBRE D 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.500% 09/16/2025 DD 09/16/15	\$ 260,913.70	\$ 249,547.85
	CREDIT SUISSE MORTGAGE C C4 A3	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.467% 09/15/2039 DD 09/01/06	\$ 195,027.94	\$ 187,254.76
	DAIMLER FINANCE NORTH AMERICA	CORPORATE DEBT INSTRUMENTS - PREFERRED 8.500% 01/18/2031 DD 01/18/01	\$ 175,891.35	\$ 166,807.50
	DUKE ENERGY INDIANA LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.450% 04/01/2039 DD 03/23/09	\$ 169,694.40	\$ 153,752.40
	DUKE ENERGY CAROLINAS LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.100% 06/01/2037 DD 06/05/07	\$ 227,631.25	\$ 211,613.50
	DUKE ENERGY PROGRESS LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.200% 08/15/2045 DD 08/13/15	\$ 129,340.90	\$ 128,079.90
	ELECTRICITE DE FRANCE SA 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.875% 01/22/2044 DD 01/22/14	\$ 377,345.60	\$ 325,094.40
	ELECTRICITE DE FRANCE SA 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.950% 10/13/2045 DD 10/13/15	\$ 114,714.80	\$ 111,659.25
	FMR LLC 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.450% 11/15/2039 DD 11/02/09	\$ 324,917.50	\$ 308,532.50
	FLATIRON CLO 2014-1 1A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 07/17/2026 DD 07/15/14	\$ 685,501.20	\$ 681,368.10
	ORANGE SA	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 03/01/2031 DD 09/01/01	\$ 129,657.30	\$ 119,971.55
	GE CAPITAL INTERNATIONAL 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.418% 11/15/2035 DD 10/26/15	\$ 925,435.83	\$ 955,169.28
	GS MORTGAGE SECURI ALOH A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.551% 04/10/2034 DD 05/01/12	\$ 307,378.20	\$ 303,180.35
	GS MORTGAGE SECURI BWTR A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 2.954% 11/05/2034 DD 12/01/12	\$ 409,344.00	\$ 403,058.70

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	GTP ACQUISITION PARTNERS 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.482% 06/15/2050 DD 05/29/15	\$ 405,000.00	\$ 398,722.50
	GS MORTGAGE SECURITIES GC20 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.998% 04/10/2047 DD 04/01/14	\$ 278,852.60	\$ 271,785.80
	GALAXY XIX CLO LT 19A A1A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 01/24/2027 DD 02/25/15	\$ 678,973.20	\$ 674,192.80
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.500% 03/11/2044 DD 03/11/14	\$ 90,147.20	\$ 82,330.40
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.875% 01/14/2038 DD 01/14/08	\$ 253,334.00	\$ 244,712.00
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.875% 01/10/2039 DD 01/09/09	\$ 222,078.07	\$ 214,001.99
	GENERAL ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.750% 03/15/2032 DD 03/20/02	\$ 163,905.60	\$ 156,793.20
	GEORGIA POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 03/15/2042 DD 03/06/12	\$ 157,524.00	\$ 138,541.50
	GEORGIA POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 03/15/2043 DD 03/15/13	\$ 81,886.50	\$ 68,850.00
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.650% 12/01/2041 DD 12/13/11	\$ 49,527.20	\$ 45,572.40
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.800% 04/01/2044 DD 03/07/14	\$ 87,369.00	\$ 75,295.50
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.500% 02/01/2045 DD 11/17/14	\$ 48,096.00	\$ 44,017.20
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 10/21/2045 DD 10/21/15	\$ 189,503.50	\$ 188,742.20
	HSBC HOLDINGS PLC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.800% 06/01/2038 DD 05/27/08	\$ 934,949.85	\$ 877,548.75
	HALLIBURTON CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.000% 11/15/2045 DD 11/13/15	\$ 109,965.90	\$ 108,739.40
	HIGHBRIDGE LOAN MA 2015 A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 05/05/2027 DD 04/28/15	\$ 343,758.00	\$ 340,356.37
	HOME DEPOT INC/THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.875% 12/16/2036 DD 12/19/06	\$ 372,210.00	\$ 347,369.40
	HOME DEPOT INC/THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.200% 04/01/2043 DD 04/05/13	\$ 67,770.30	\$ 65,113.10
	HOME DEPOT INC/THE	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.400% 03/15/2045 DD 06/12/14	\$ 354,209.68	\$ 330,739.20
	INTEL CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.900% 07/29/2045 DD 07/29/15	\$ 220,633.20	\$ 221,961.60
	INTERCONTINENTAL EXCHANGE INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.750% 12/01/2025 DD 11/24/15	\$ 129,977.90	\$ 130,357.50
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.400% 05/15/2038 DD 05/22/08	\$ 503,017.90	\$ 490,705.60
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.600% 07/15/2041 DD 07/21/11	\$ 69,128.95	\$ 63,484.85
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.850% 02/01/2044 DD 01/28/14	\$ 116,515.75	\$ 117,279.80
	JPMBB COMMERCIAL MORTGA C17 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.199% 01/15/2047 DD 12/01/13	\$ 163,936.50	\$ 159,142.50
	JPMBB COMMERCIAL MORTGA C19 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.997% 04/15/2047 DD 05/01/14	\$ 279,754.80	\$ 271,606.40
	JPMBB COMMERCIAL MORTGA C21 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.775% 08/15/2047 DD 07/01/14	\$ 227,386.15	\$ 221,187.70
	JPMBB COMMERCIAL MORTGA C26 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.494% 01/15/2048 DD 12/01/14	\$ 497,202.60	\$ 486,813.90
	LB-UBS COMMERCIAL MORTGA C2 A3	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.430% 02/15/2040 DD 04/11/07	\$ 225,926.78	\$ 216,734.04

Retirement Plan of Marathon Oil Company
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(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	ELI LILLY & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.700% 03/01/2045 DD 03/05/15	\$ 59,709.00	\$ 56,125.20
	LOWE'S COS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.650% 09/15/2037 DD 09/11/07	\$ 132,069.00	\$ 123,213.10
	LOWE'S COS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.375% 09/15/2045 DD 09/16/15	\$ 53,697.60	\$ 56,527.90
	MADISON PARK FUND 11A A1A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 10/23/2025 DD 09/19/13	\$ 354,771.40	\$ 354,099.63
	MASSACHUSETTS MUTUAL LIFE 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	8.875% 06/01/2039 DD 06/01/09	\$ 274,295.00	\$ 246,857.00
	MCDONALD'S CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.625% 05/01/2043 DD 05/06/13	\$ 74,100.80	\$ 65,841.60
	MEDTRONIC INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.375% 03/15/2035 DD 03/15/15	\$ 749,806.60	\$ 702,533.80
	MEMORIAL SLOAN-KETTERING CANCER	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.125% 07/01/2052 DD 12/05/12	\$ 74,566.50	\$ 70,021.50
	MEMORIAL SLOAN-KETTERING CANCER	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.200% 07/01/2055 DD 02/11/15	\$ 14,945.55	\$ 14,440.35
	MERCK & CO INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.700% 02/10/2045 DD 02/10/15	\$ 347,987.50	\$ 323,207.50
	MICROSOFT CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.500% 02/12/2035 DD 02/12/15	\$ 192,757.50	\$ 180,228.75
	MICROSOFT CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.450% 11/03/2045 DD 11/03/15	\$ 314,180.25	\$ 324,834.30
	MICROSOFT CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 11/03/2055 DD 11/03/15	\$ 148,986.05	\$ 150,191.00
	MORGAN STANLEY BANK OF C14 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.064% 02/15/2047 DD 02/01/14	\$ 382,874.60	\$ 374,585.35
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.000% 07/23/2025 DD 07/23/15	\$ 50,979.98	\$ 51,488.50
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS - PREFERRED	7.250% 04/01/2032 DD 04/03/02	\$ 171,127.50	\$ 163,818.75
	MORGAN STANLEY CAPITAL T27 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 06/11/2042 DD 07/01/07	\$ 32,121.40	\$ 30,830.65
	MORGAN STANLEY CAPITAL IQ14 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 04/15/2049 DD 05/01/07	\$ 269,180.00	\$ 256,407.50
	MORGAN STANLEY CAPITAL IQ16 A4	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.809% 12/12/2049 DD 11/01/07	\$ 212,542.70	\$ 204,220.24
	MORGAN STANLEY BANK OF C17 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.741% 08/15/2047 DD 08/01/14	\$ 342,286.75	\$ 334,538.75
	NATIONWIDE MUTUAL INSURANCE 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	9.375% 08/15/2039 DD 08/10/09	\$ 499,104.90	\$ 457,203.60
	NEW YORK LIFE INSURANCE C 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.750% 11/15/2039 DD 10/08/09	\$ 201,822.60	\$ 186,024.85
	OCP CLO 2015-8 LTD 8A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 04/17/2027 DD 04/30/15	\$ 479,520.00	\$ 473,739.84
	OHA CREDIT PARTNERS 7A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 11/20/2023 DD 11/08/12	\$ 427,119.00	\$ 424,994.80
	OZLM XII LTD 12A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 04/30/2027 DD 05/28/15	\$ 528,463.00	\$ 523,359.10
	OAKTREE EIF II SERI B1A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 02/15/2026 DD 03/17/15	\$ 545,000.00	\$ 540,461.29
	OCTAGON INVESTMENT P 1A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 07/17/2025 DD 06/13/13	\$ 297,999.95	\$ 298,457.75
	ORACLE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.125% 07/08/2039 DD 07/08/09	\$ 358,303.20	\$ 333,739.20
	ORACLE CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.375% 07/15/2040 DD 07/15/11	\$ 11,996.10	\$ 11,124.50

Retirement Plan of Marathon Oil Company
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(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	PECO ENERGY CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.800% 10/15/2043 DD 09/23/13	\$ 208,430.25	\$ 188,821.50
	DUKE ENERGY INDIANA LLC	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.120% 10/15/2035 DD 10/21/05	\$ 225,732.50	\$ 209,550.25
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 3.750% 08/15/2042 DD 08/16/12	\$ 238,975.00	\$ 222,697.50
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.750% 02/15/2044 DD 02/21/14	\$ 203,463.00	\$ 192,240.90
	PACIFIC LIFE INSURANCE CO 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 9.250% 06/15/2039 DD 06/19/09	\$ 188,760.00	\$ 174,319.20
	PACIFICORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.250% 10/15/2037 DD 10/03/07	\$ 405,990.00	\$ 371,091.00
	PETROLEOS MEXICANOS 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.625% 01/23/2046 DD 01/23/15	\$ 168,700.00	\$ 133,910.00
	PFIZER INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 7.200% 03/15/2039 DD 03/24/09	\$ 174,450.00	\$ 165,259.20
	PHILIP MORRIS INTERNATIONAL IN	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.250% 11/10/2044 DD 11/10/14	\$ 284,726.40	\$ 270,404.40
	PHILLIPS 66	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.875% 11/15/2044 DD 11/17/14	\$ 15,353.25	\$ 13,382.40
	POTOMAC ELECTRIC POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.500% 11/15/2037 DD 11/16/07	\$ 194,840.80	\$ 179,898.60
	QUALCOMM INC	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.650% 05/20/2035 DD 05/20/15	\$ 74,247.00	\$ 69,568.50
	RAYTHEON CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.200% 12/15/2044 DD 12/02/14	\$ 233,979.15	\$ 221,064.80
	ROCHE HOLDINGS INC 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.000% 11/28/2044 DD 11/28/14	\$ 236,985.64	\$ 228,089.25
	SFAVE COMMERCIAL 5AVE A2B 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/05/2043 DD 02/01/15	\$ 238,437.50	\$ 236,512.50
	SHACKLETON 2014-VI 6A A2 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 07/17/2026 DD 07/08/14	\$ 403,941.91	\$ 409,845.70
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.375% 12/15/2038 DD 12/11/08	\$ 134,382.00	\$ 118,220.00
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.550% 08/12/2043 DD 08/12/13	\$ 54,871.00	\$ 48,601.50
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.125% 05/11/2035 DD 05/11/15	\$ 257,831.60	\$ 248,177.80
	SHELL INTERNATIONAL FINANCE BV	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.375% 05/11/2045 DD 05/11/15	\$ 175,417.20	\$ 165,212.25
	SOUND POINT CLO IV L 3A A 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED VAR RT 01/21/2026 DD 12/17/13	\$ 448,519.50	\$ 444,388.34
	SOUTH CAROLINA ELECTRIC & GAS	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.600% 06/15/2043 DD 06/14/13	\$ 179,635.49	\$ 165,627.00
	SOUTH CAROLINA ELECTRIC & GAS	CORPORATE DEBT INSTRUMENTS - PREFERRED 5.100% 06/01/2065 DD 05/22/15	\$ 228,193.90	\$ 234,513.00
	SOUTHERN CALIFORNIA EDISON CO	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.650% 10/01/2043 DD 10/02/13	\$ 537,947.00	\$ 501,424.25
	STATOIL ASA	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.250% 11/23/2041 DD 11/23/11	\$ 212,970.40	\$ 202,568.70
	TEACHERS INSURANCE & ANNU 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.850% 12/16/2039 DD 12/16/09	\$ 308,677.58	\$ 279,421.88
	TRANSCANADA PIPELINES LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 7.625% 01/15/2039 DD 01/09/09	\$ 103,068.00	\$ 91,935.75
	TRANSCANADA PIPELINES LTD	CORPORATE DEBT INSTRUMENTS - PREFERRED 6.200% 10/15/2037 DD 10/05/07	\$ 70,760.40	\$ 63,132.00
	TRINITY HEALTH CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED 4.125% 12/01/2045 DD 02/12/15	\$ 159,841.60	\$ 151,652.80

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	UNION PACIFIC CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 12/15/2043 DD 10/25/13	\$ 39,656.40	\$ 37,613.10
	UNION PACIFIC CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.850% 06/15/2044 DD 01/10/14	\$ 68,859.00	\$ 65,114.40
	UNITED TECHNOLOGIES CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.500% 06/01/2042 DD 06/01/12	\$ 397,408.35	\$ 367,569.60
	UNITEDHEALTH GROUP INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.800% 03/15/2036 DD 03/02/06	\$ 309,555.00	\$ 294,997.50
	UNITEDHEALTH GROUP INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.625% 07/15/2035 DD 07/23/15	\$ 162,907.40	\$ 166,099.20
	UNITEDHEALTH GROUP INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.750% 07/15/2045 DD 07/23/15	\$ 74,875.99	\$ 78,996.75
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.522% 09/15/2048 DD 03/13/15	\$ 776,467.37	\$ 727,960.20
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.672% 03/15/2055 DD 03/13/15	\$ 929,156.86	\$ 864,727.20
	VIRGINIA ELECTRIC & POWER CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	8.875% 11/15/2038 DD 11/06/08	\$ 544,355.50	\$ 510,805.75
	VISA INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.150% 12/14/2035 DD 12/14/15	\$ 209,716.50	\$ 212,011.80
	VISA INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 12/14/2045 DD 12/14/15	\$ 144,757.85	\$ 147,111.20
	WFRBS COMMERCIAL MORTGA C20 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.995% 05/15/2047 DD 05/01/14	\$ 338,202.90	\$ 330,126.30
	VOYA CLO 2014-3 LTD 3A A1 144A	CORPORATE DEBT INSTRUMENTS - PREFERRED	VAR RT 07/25/2026 DD 07/31/14	\$ 456,044.00	\$ 455,423.00
	WFRBS COMMERCIAL MORTGA C19 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.101% 03/15/2047 DD 03/01/14	\$ 221,939.15	\$ 216,555.85
	WFRBS COMMERCIAL MORTGA C21 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.678% 08/15/2047 DD 08/01/14	\$ 324,870.70	\$ 317,108.30
	WACHOVIA CORP	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.500% 08/01/2035 DD 08/01/05	\$ 205,443.00	\$ 194,481.00
	WAL-MART STORES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.500% 08/15/2037 DD 08/24/07	\$ 584,808.50	\$ 548,951.25
	WAL-MART STORES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	6.200% 04/15/2038 DD 04/15/08	\$ 669,660.00	\$ 626,960.00
	WAL-MART STORES INC	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.000% 04/11/2043 DD 04/11/13	\$ 155,622.00	\$ 145,663.50
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	5.606% 01/15/2044 DD 11/26/13	\$ 1,081,888.47	\$ 1,013,140.80
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.100% 06/03/2026 DD 06/03/14	\$ 204,412.00	\$ 201,878.00
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.300% 07/22/2027 DD 07/22/15	\$ 94,639.00	\$ 97,045.35
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.550% 09/29/2025 DD 09/28/15	\$ 4,991.25	\$ 5,045.00
	WELLS FARGO & CO	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.900% 11/17/2045 DD 11/17/15	\$ 64,980.17	\$ 65,579.80
	WELLS FARGO COMMERCIAL LC16 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	3.817% 08/15/2050 DD 06/01/14	\$ 227,407.65	\$ 222,219.70
	WFRBS COMMERCIAL MORTG LC14 A5	CORPORATE DEBT INSTRUMENTS - PREFERRED	4.045% 03/15/2047 DD 02/01/14	\$ 339,025.05	\$ 331,509.15
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	7.625% 04/15/2031 DD 04/19/01	\$ 55,765.20	\$ 49,494.00
	AON PLC	CORPORATE DEBT INSTRUMENTS	4.600% 06/14/2044 DD 05/28/14	\$ 166,155.20	\$ 154,041.60
	AT&T INC	CORPORATE DEBT INSTRUMENTS	4.300% 12/15/2042 DD 06/15/13	\$ 256,691.70	\$ 230,715.00

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	AT&T INC	CORPORATE DEBT INSTRUMENTS	4.350% 06/15/2045 DD 06/15/13	\$ 339,390.00	\$ 307,969.20
	AT&T INC	CORPORATE DEBT INSTRUMENTS	4.800% 06/15/2044 DD 06/10/14	\$ 91,706.40	\$ 82,452.60
	AT&T INC	CORPORATE DEBT INSTRUMENTS	4.500% 05/15/2035 DD 05/04/15	\$ 199,422.00	\$ 184,972.00
	AT&T INC	CORPORATE DEBT INSTRUMENTS	4.750% 05/15/2046 DD 05/04/15	\$ 423,792.25	\$ 393,708.00
	ABBVIE INC	CORPORATE DEBT INSTRUMENTS	4.500% 05/14/2035 DD 05/14/15	\$ 119,170.80	\$ 117,552.00
	ACTAVIS FUNDING SCS	CORPORATE DEBT INSTRUMENTS	3.850% 06/15/2024 DD 06/19/14	\$ 201,022.00	\$ 200,356.00
	ACTAVIS FUNDING SCS	CORPORATE DEBT INSTRUMENTS	4.550% 03/15/2035 DD 03/12/15	\$ 557,592.00	\$ 544,241.60
	ACTAVIS FUNDING SCS	CORPORATE DEBT INSTRUMENTS	4.750% 03/15/2045 DD 03/12/15	\$ 4,768.14	\$ 4,875.25
	AETNA INC	CORPORATE DEBT INSTRUMENTS	4.125% 11/15/2042 DD 11/07/12	\$ 60,286.80	\$ 56,141.40
	AGRIUM INC	CORPORATE DEBT INSTRUMENTS	7.125% 05/23/2036 DD 05/24/06	\$ 45,546.55	\$ 42,050.75
	AGRIUM INC	CORPORATE DEBT INSTRUMENTS	4.125% 03/15/2035 DD 03/02/15	\$ 247,116.16	\$ 221,169.00
	ALLSTATE CORP/THE	CORPORATE DEBT INSTRUMENTS	VAR RT 08/15/2053 DD 08/08/13	\$ 89,568.75	\$ 87,380.00
	ALTRIA GROUP INC	CORPORATE DEBT INSTRUMENTS	9.950% 11/10/2038 DD 11/10/08	\$ 155,669.15	\$ 145,861.17
	ALTRIA GROUP INC	CORPORATE DEBT INSTRUMENTS	10.200% 02/06/2039 DD 02/06/09	\$ 113,174.10	\$ 106,590.25
	AMAZON.COM INC	CORPORATE DEBT INSTRUMENTS	4.950% 12/05/2044 DD 12/05/14	\$ 243,296.47	\$ 239,611.50
	HESS CORP	CORPORATE DEBT INSTRUMENTS	7.875% 10/01/2029 DD 10/01/99	\$ 44,787.05	\$ 38,231.90
	HESS CORP	CORPORATE DEBT INSTRUMENTS	7.300% 08/15/2031 DD 08/15/01	\$ 136,664.00	\$ 109,211.30
	AMERICAN INTERNATIONAL GROUP I	CORPORATE DEBT INSTRUMENTS	4.500% 07/16/2044 DD 07/16/14	\$ 132,063.75	\$ 115,595.00
	AMERICAN INTERNATIONAL GROUP I	CORPORATE DEBT INSTRUMENTS	4.375% 01/15/2055 DD 01/15/15	\$ 169,235.00	\$ 146,079.30
	AMERICAN INTERNATIONAL GROUP I	CORPORATE DEBT INSTRUMENTS	4.700% 07/10/2035 DD 07/10/15	\$ 173,944.75	\$ 173,937.75
	AMGEN INC	CORPORATE DEBT INSTRUMENTS	5.150% 11/15/2041 DD 11/10/11	\$ 197,251.25	\$ 177,665.25
	ANADARKO PETROLEUM CORP	CORPORATE DEBT INSTRUMENTS	7.950% 06/15/2039 DD 06/12/09	\$ 415,254.45	\$ 325,898.60
	ANADARKO PETROLEUM CORP	CORPORATE DEBT INSTRUMENTS	4.500% 07/15/2044 DD 07/07/14	\$ 114,902.50	\$ 95,697.50
	BPCE SA 144A	CORPORATE DEBT INSTRUMENTS	5.150% 07/21/2024 DD 01/21/14	\$ 412,188.00	\$ 403,360.00
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	5.000% 01/21/2044 DD 01/21/14	\$ 42,893.20	\$ 41,747.60
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	4.000% 01/22/2025 DD 01/22/15	\$ 49,698.50	\$ 48,946.50
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	3.950% 04/21/2025 DD 04/21/15	\$ 174,483.75	\$ 170,409.75
	BARCLAYS PLC	CORPORATE DEBT INSTRUMENTS	5.250% 08/17/2045 DD 08/17/15	\$ 224,460.00	\$ 226,640.25
	BARRICK NORTH AMERICA FINANCE	CORPORATE DEBT INSTRUMENTS	5.700% 05/30/2041 DD 06/01/11	\$ 147,268.50	\$ 100,566.00

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	BRANDYWINE OPERATING PARTNERSH	CORPORATE DEBT INSTRUMENTS	3.950% 02/15/2023 DD 12/18/12	\$ 191,615.00	\$ 184,965.00
	SKY PLC 144A	CORPORATE DEBT INSTRUMENTS	3.750% 09/16/2024 DD 09/16/14	\$ 206,254.60	\$ 200,219.40
	CBS CORP	CORPORATE DEBT INSTRUMENTS	4.900% 08/15/2044 DD 08/19/14	\$ 132,009.80	\$ 118,289.60
	CF INDUSTRIES INC	CORPORATE DEBT INSTRUMENTS	4.950% 06/01/2043 DD 05/23/13	\$ 164,478.60	\$ 140,294.55
	CF INDUSTRIES INC	CORPORATE DEBT INSTRUMENTS	5.375% 03/15/2044 DD 03/11/14	\$ 43,155.60	\$ 34,788.80
	CRH AMERICA INC 144A	CORPORATE DEBT INSTRUMENTS	5.125% 05/18/2045 DD 05/18/15	\$ 197,554.00	\$ 200,114.00
	CSX CORP	CORPORATE DEBT INSTRUMENTS	6.220% 04/30/2040 DD 03/24/10	\$ 97,693.50	\$ 88,345.50
	CSX CORP	CORPORATE DEBT INSTRUMENTS	4.400% 03/01/2043 DD 02/28/12	\$ 114,576.00	\$ 103,577.10
	CVS HEALTH CORP	CORPORATE DEBT INSTRUMENTS	5.750% 05/15/2041 DD 05/12/11	\$ 103,426.29	\$ 89,776.00
	CVS HEALTH CORP	CORPORATE DEBT INSTRUMENTS	4.875% 07/20/2035 DD 07/20/15	\$ 224,010.00	\$ 232,310.25
	CVS HEALTH CORP	CORPORATE DEBT INSTRUMENTS	5.125% 07/20/2045 DD 07/20/15	\$ 491,840.85	\$ 505,646.40
	CANADIAN NATURAL RESOURCES LTD	CORPORATE DEBT INSTRUMENTS	6.250% 03/15/2038 DD 03/19/07	\$ 328,096.05	\$ 268,503.10
	CARDINAL HEALTH INC	CORPORATE DEBT INSTRUMENTS	4.500% 11/15/2044 DD 11/19/14	\$ 133,854.50	\$ 125,476.00
	CARLYLE GLOBAL MARK 1A BR 144A	CORPORATE DEBT INSTRUMENTS	VAR RT 04/20/2022 DD 04/20/15	\$ 255,000.00	\$ 252,631.05
	CELGENE CORP	CORPORATE DEBT INSTRUMENTS	4.625% 05/15/2044 DD 05/15/14	\$ 296,830.76	\$ 269,208.15
	CELGENE CORP	CORPORATE DEBT INSTRUMENTS	5.000% 08/15/2045 DD 08/12/15	\$ 151,032.00	\$ 150,583.50
	CENOVUS ENERGY INC	CORPORATE DEBT INSTRUMENTS	6.750% 11/15/2039 DD 05/15/10	\$ 119,617.05	\$ 99,843.45
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	4.464% 07/23/2022 DD 07/23/15	\$ 115,172.05	\$ 114,598.65
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	4.908% 07/23/2025 DD 07/23/15	\$ 34,994.61	\$ 34,966.05
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	6.384% 10/23/2035 DD 07/23/15	\$ 344,507.80	\$ 343,512.20
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	6.484% 10/23/2045 DD 07/23/15	\$ 146,582.86	\$ 145,237.80
	CCO SAFARI II LLC 144A	CORPORATE DEBT INSTRUMENTS	6.834% 10/23/2055 DD 07/23/15	\$ 46,000.00	\$ 45,321.04
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	5.500% 09/13/2025 DD 09/13/13	\$ 294,879.95	\$ 293,082.30
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	4.400% 06/10/2025 DD 06/10/15	\$ 174,286.00	\$ 176,751.75
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	4.650% 07/30/2045 DD 07/30/15	\$ 284,858.06	\$ 289,218.00
	CITIGROUP INC	CORPORATE DEBT INSTRUMENTS	4.450% 09/29/2027 DD 09/29/15	\$ 673,526.85	\$ 670,531.50
	COMISION FEDERAL DE ELECT 144A	CORPORATE DEBT INSTRUMENTS	6.125% 06/16/2045 DD 06/16/15	\$ 223,078.50	\$ 206,437.50
	CONOCOPHILLIPS	CORPORATE DEBT INSTRUMENTS	5.900% 10/15/2032 DD 10/09/02	\$ 185,008.50	\$ 153,472.50
	CONTINENTAL RESOURCES INC/OK	CORPORATE DEBT INSTRUMENTS	5.000% 09/15/2022 DD 03/08/12	\$ 46,728.12	\$ 36,875.00

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	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	6.950% 06/01/2038 DD 06/05/08	\$ 207,863.70	\$ 164,156.85
	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	8.375% 03/01/2039 DD 02/20/09	\$ 57,026.40	\$ 44,078.40
	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	4.500% 06/30/2043 DD 05/01/13	\$ 63,361.50	\$ 54,841.50
	COX COMMUNICATIONS INC 144A	CORPORATE DEBT INSTRUMENTS	4.800% 02/01/2035 DD 12/08/14	\$ 139,732.77	\$ 111,680.10
	DELPHI AUTOMOTIVE PLC	CORPORATE DEBT INSTRUMENTS	4.250% 01/15/2026 DD 11/19/15	\$ 200,974.00	\$ 200,892.00
	DEUTSCHE TELEKOM INTERNATIONAL	CORPORATE DEBT INSTRUMENTS	VAR RT 06/15/2030 DD 07/06/00	\$ 324,975.20	\$ 305,016.80
	DEVON ENERGY CORP	CORPORATE DEBT INSTRUMENTS	4.750% 05/15/2042 DD 05/14/12	\$ 206,369.40	\$ 145,539.75
	DEVON ENERGY CORP	CORPORATE DEBT INSTRUMENTS	5.850% 12/15/2025 DD 12/15/15	\$ 34,984.25	\$ 34,038.90
	DIRECTV HOLDINGS LLC / DIRECTV	CORPORATE DEBT INSTRUMENTS	5.150% 03/15/2042 DD 03/08/12	\$ 308,807.95	\$ 289,025.40
	DOMINION RESOURCES INC/VA	CORPORATE DEBT INSTRUMENTS	4.050% 09/15/2042 DD 09/13/12	\$ 170,702.00	\$ 154,409.50
	DOMINION RESOURCES INC/VA	CORPORATE DEBT INSTRUMENTS	4.700% 12/01/2044 DD 11/25/14	\$ 239,440.50	\$ 219,206.25
	ERAC USA FINANCE LLC 144A	CORPORATE DEBT INSTRUMENTS	7.000% 10/15/2037 DD 10/17/07	\$ 202,555.73	\$ 188,896.95
	ERAC USA FINANCE LLC 144A	CORPORATE DEBT INSTRUMENTS	5.625% 03/15/2042 DD 03/15/12	\$ 85,654.40	\$ 85,859.20
	ERAC USA FINANCE LLC 144A	CORPORATE DEBT INSTRUMENTS	4.500% 02/15/2045 DD 02/18/15	\$ 88,963.20	\$ 83,691.90
	ENABLE MIDSTREAM PARTNERS LP	CORPORATE DEBT INSTRUMENTS	VAR RT 05/15/2044 DD 11/15/15	\$ 183,686.10	\$ 115,046.10
	ENCANA CORP	CORPORATE DEBT INSTRUMENTS	6.625% 08/15/2037 DD 08/13/07	\$ 343,053.90	\$ 254,838.15
	ENERGY TRANSFER PARTNERS LP	CORPORATE DEBT INSTRUMENTS	7.500% 07/01/2038 DD 03/28/08	\$ 273,048.59	\$ 203,198.60
	ENERGY TRANSFER PARTNERS LP	CORPORATE DEBT INSTRUMENTS	5.150% 03/15/2045 DD 03/12/15	\$ 105,285.40	\$ 91,886.60
	ENERGY TRANSFER PARTNERS LP	CORPORATE DEBT INSTRUMENTS	4.750% 01/15/2026 DD 06/23/15	\$ 147,792.50	\$ 126,162.00
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	4.850% 03/15/2044 DD 03/18/13	\$ 46,382.00	\$ 40,481.50
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	5.100% 02/15/2045 DD 02/12/14	\$ 134,398.75	\$ 104,705.00
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	4.950% 10/15/2054 DD 10/14/14	\$ 97,236.30	\$ 74,317.55
	ENTERPRISE PRODUCTS OPERATING	CORPORATE DEBT INSTRUMENTS	4.900% 05/15/2046 DD 05/07/15	\$ 32,659.90	\$ 28,601.65
	FEDEX CORP	CORPORATE DEBT INSTRUMENTS	5.100% 01/15/2044 DD 01/09/14	\$ 307,066.52	\$ 274,571.80
	FEDEX CORP	CORPORATE DEBT INSTRUMENTS	4.100% 02/01/2045 DD 01/09/15	\$ 40,420.45	\$ 40,099.05
	FIFTH THIRD BANCORP	CORPORATE DEBT INSTRUMENTS	8.250% 03/01/2038 DD 03/04/08	\$ 142,707.09	\$ 132,280.85
	FORD MOTOR CO	CORPORATE DEBT INSTRUMENTS	6.625% 10/01/2028 DD 09/30/98	\$ 87,666.00	\$ 86,595.75
	FORD MOTOR CO	CORPORATE DEBT INSTRUMENTS	7.450% 07/16/2031 DD 07/16/99	\$ 714,428.25	\$ 647,855.25
	FREEMPORT-MCMORAN INC	CORPORATE DEBT INSTRUMENTS	5.450% 03/15/2043 DD 09/15/13	\$ 33,094.95	\$ 18,200.00

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	GENERAL MOTORS CO	CORPORATE DEBT INSTRUMENTS	6.250% 10/02/2043 DD 04/02/14	\$ 409,251.75	\$ 380,354.40
	GENERAL MOTORS CO	CORPORATE DEBT INSTRUMENTS	5.000% 04/01/2035 DD 11/12/14	\$ 105,898.25	\$ 102,654.20
	GENERAL MOTORS CO	CORPORATE DEBT INSTRUMENTS	5.200% 04/01/2045 DD 11/12/14	\$ 51,311.24	\$ 46,886.50
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS	4.750% 03/01/2046 DD 09/14/15	\$ 110,541.57	\$ 112,335.33
	GILEAD SCIENCES INC	CORPORATE DEBT INSTRUMENTS	4.600% 09/01/2035 DD 09/14/15	\$ 134,547.75	\$ 137,272.05
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	4.800% 07/08/2044 DD 07/08/14	\$ 48,198.59	\$ 44,739.00
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	6.750% 10/01/2037 DD 10/03/07	\$ 722,993.50	\$ 672,140.50
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	6.250% 02/01/2041 DD 01/28/11	\$ 461,411.10	\$ 435,372.00
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	4.250% 10/21/2025 DD 10/21/15	\$ 9,930.00	\$ 9,923.60
	GOLDMAN SACHS GROUP INC/ THE	CORPORATE DEBT INSTRUMENTS	5.150% 05/22/2045 DD 05/22/15	\$ 258,310.00	\$ 252,561.40
	HCP INC	CORPORATE DEBT INSTRUMENTS	6.750% 02/01/2041 DD 01/24/11	\$ 128,953.00	\$ 114,761.90
	HCP INC	CORPORATE DEBT INSTRUMENTS	4.200% 03/01/2024 DD 02/21/14	\$ 149,628.00	\$ 149,007.00
	HARTFORD FINANCIAL SERVICES GR	CORPORATE DEBT INSTRUMENTS	5.950% 10/15/2036 DD 10/03/06	\$ 270,419.60	\$ 252,300.40
	HARTFORD FINANCIAL SERVICES GR	CORPORATE DEBT INSTRUMENTS	6.625% 04/15/2042 DD 04/05/12	\$ 89,577.80	\$ 79,257.10
	WELLTOWER INC	CORPORATE DEBT INSTRUMENTS	6.500% 03/15/2041 DD 03/14/11	\$ 131,408.00	\$ 116,715.00
	WELLTOWER INC	CORPORATE DEBT INSTRUMENTS	4.000% 06/01/2025 DD 05/26/15	\$ 247,917.27	\$ 245,917.50
	KRAFT HEINZ FOODS CO 144A	CORPORATE DEBT INSTRUMENTS	5.000% 07/15/2035 DD 07/02/15	\$ 79,239.20	\$ 81,961.60
	KRAFT HEINZ FOODS CO 144A	CORPORATE DEBT INSTRUMENTS	5.200% 07/15/2045 DD 07/02/15	\$ 20,926.70	\$ 20,898.20
	HESS CORP	CORPORATE DEBT INSTRUMENTS	6.000% 01/15/2040 DD 12/14/09	\$ 24,937.00	\$ 22,162.75
	HESS CORP	CORPORATE DEBT INSTRUMENTS	5.600% 02/15/2041 DD 08/10/10	\$ 397,274.50	\$ 316,095.00
	HUMANA INC	CORPORATE DEBT INSTRUMENTS	4.950% 10/01/2044 DD 09/19/14	\$ 228,609.50	\$ 213,583.15
	INTERNATIONAL PAPER CO	CORPORATE DEBT INSTRUMENTS	6.000% 11/15/2041 DD 11/16/11	\$ 158,048.55	\$ 141,578.55
	INTERNATIONAL PAPER CO	CORPORATE DEBT INSTRUMENTS	4.800% 06/15/2044 DD 06/10/14	\$ 97,014.00	\$ 86,423.40
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS	5.625% 08/16/2043 DD 08/21/13	\$ 180,249.50	\$ 168,671.00
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS	4.950% 06/01/2045 DD 05/29/15	\$ 248,220.00	\$ 249,952.50
	JPMORGAN CHASE & CO	CORPORATE DEBT INSTRUMENTS	4.250% 10/01/2027 DD 09/25/15	\$ 293,982.25	\$ 294,294.95
	JP MORGAN CHASE CO WLDN A 144A	CORPORATE DEBT INSTRUMENTS	3.905% 05/05/2030 DD 05/01/12	\$ 315,304.97	\$ 313,066.76
	KANSAS CITY SOUTHERN 144A	CORPORATE DEBT INSTRUMENTS	4.300% 05/15/2043 DD 12/09/15	\$ 152,902.68	\$ 148,734.30
	KANSAS CITY SOUTHERN 144A	CORPORATE DEBT INSTRUMENTS	4.950% 08/15/2045 DD 12/09/15	\$ 151,365.38	\$ 146,886.00

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	KIMCO REALTY CORP	CORPORATE DEBT INSTRUMENTS	4.250% 04/01/2045 DD 03/30/15	\$ 163,259.25	\$ 151,453.50
	KINDER MORGAN ENERGY PARTNERS	CORPORATE DEBT INSTRUMENTS	6.950% 01/15/2038 DD 06/21/07	\$ 167,348.85	\$ 124,541.95
	KINDER MORGAN ENERGY PARTNERS	CORPORATE DEBT INSTRUMENTS	5.000% 08/15/2042 DD 08/13/12	\$ 38,014.80	\$ 29,512.80
	KINDER MORGAN INC/DE	CORPORATE DEBT INSTRUMENTS	5.550% 06/01/2045 DD 11/26/14	\$ 41,294.98	\$ 31,225.20
	KINDER MORGAN INC/DE	CORPORATE DEBT INSTRUMENTS	5.050% 02/15/2046 DD 02/26/15	\$ 344,254.80	\$ 255,855.45
	KRAFT HEINZ FOODS CO	CORPORATE DEBT INSTRUMENTS	6.875% 01/26/2039 DD 07/26/12	\$ 66,088.00	\$ 59,260.00
	KROGER CO/THE	CORPORATE DEBT INSTRUMENTS	5.150% 08/01/2043 DD 07/25/13	\$ 148,011.50	\$ 136,190.60
	LABORATORY CORP OF AMERICA HOL	CORPORATE DEBT INSTRUMENTS	4.700% 02/01/2045 DD 01/30/15	\$ 158,777.60	\$ 146,185.60
	LIBERTY PROPERTY LP	CORPORATE DEBT INSTRUMENTS	3.375% 06/15/2023 DD 12/10/12	\$ 112,114.65	\$ 109,069.45
	LIBERTY PROPERTY LP	CORPORATE DEBT INSTRUMENTS	4.400% 02/15/2024 DD 09/27/13	\$ 199,338.50	\$ 192,585.90
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	4.070% 12/15/2042 DD 12/14/12	\$ 46,365.02	\$ 41,643.90
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	3.600% 03/01/2035 DD 02/20/15	\$ 143,750.10	\$ 129,667.70
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	3.800% 03/01/2045 DD 02/20/15	\$ 148,380.00	\$ 132,955.50
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	4.500% 05/15/2036 DD 11/23/15	\$ 29,437.20	\$ 30,372.00
	LOCKHEED MARTIN CORP	CORPORATE DEBT INSTRUMENTS	4.700% 05/15/2046 DD 11/23/15	\$ 202,958.10	\$ 209,995.85
	MARSH & MCLENNAN COS INC	CORPORATE DEBT INSTRUMENTS	3.500% 03/10/2025 DD 09/10/14	\$ 125,795.00	\$ 123,060.00
	MARSH & MCLENNAN COS INC	CORPORATE DEBT INSTRUMENTS	3.750% 03/14/2026 DD 09/14/15	\$ 49,961.50	\$ 50,066.00
	MCKESSON CORP	CORPORATE DEBT INSTRUMENTS	4.883% 03/15/2044 DD 03/10/14	\$ 176,251.20	\$ 159,920.00
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	6.110% 01/29/2037 DD 01/29/07	\$ 183,016.25	\$ 175,878.50
	BANK OF AMERICA CORP	CORPORATE DEBT INSTRUMENTS	7.750% 05/14/2038 DD 05/14/08	\$ 663,781.00	\$ 637,686.60
	BERKSHIRE HATHAWAY ENERGY CO	CORPORATE DEBT INSTRUMENTS	6.125% 04/01/2036 DD 10/01/06	\$ 647,009.95	\$ 600,562.10
	BERKSHIRE HATHAWAY ENERGY CO	CORPORATE DEBT INSTRUMENTS	5.150% 11/15/2043 DD 11/08/13	\$ 181,044.80	\$ 168,836.80
	MOLSON COORS BREWING CO	CORPORATE DEBT INSTRUMENTS	5.000% 05/01/2042 DD 05/03/12	\$ 188,783.79	\$ 168,525.00
	MONSANTO CO	CORPORATE DEBT INSTRUMENTS	4.400% 07/15/2044 DD 07/01/14	\$ 36,313.90	\$ 28,977.55
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	5.000% 11/24/2025 DD 11/22/13	\$ 106,712.00	\$ 106,155.00
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	4.350% 09/08/2026 DD 09/08/14	\$ 201,196.00	\$ 200,654.00
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	4.300% 01/27/2045 DD 01/27/15	\$ 330,957.40	\$ 324,397.40
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	6.375% 07/24/2042 DD 07/24/12	\$ 245,685.55	\$ 228,761.75
	MORGAN STANLEY	CORPORATE DEBT INSTRUMENTS	3.950% 04/23/2027 DD 04/23/15	\$ 283,974.00	\$ 276,615.30

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	NEWMONT MINING CORP	CORPORATE DEBT INSTRUMENTS	4.875% 03/15/2042 DD 03/08/12	\$ 60,969.30	\$ 50,019.20
	NISOURCE FINANCE CORP	CORPORATE DEBT INSTRUMENTS	4.800% 02/15/2044 DD 04/12/13	\$ 298,323.20	\$ 284,589.20
	NORFOLK SOUTHERN CORP	CORPORATE DEBT INSTRUMENTS	4.800% 08/15/2043 DD 08/13/13	\$ 272,770.75	\$ 238,056.70
	ONCOR ELECTRIC DELIVERY CO LLC	CORPORATE DEBT INSTRUMENTS	7.250% 01/15/2033 DD 07/15/03	\$ 353,537.45	\$ 314,180.65
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS	6.050% 03/01/2034 DD 03/23/04	\$ 269,897.20	\$ 249,786.88
	PACIFIC GAS & ELECTRIC CO	CORPORATE DEBT INSTRUMENTS	4.250% 03/15/2046 DD 11/05/15	\$ 68,691.00	\$ 67,829.30
	PETRO-CANADA	CORPORATE DEBT INSTRUMENTS	6.800% 05/15/2038 DD 05/15/08	\$ 75,793.50	\$ 65,602.80
	PROGRESS ENERGY INC	CORPORATE DEBT INSTRUMENTS	7.000% 10/30/2031 DD 10/30/01	\$ 446,637.75	\$ 400,166.00
	PROGRESS ENERGY INC	CORPORATE DEBT INSTRUMENTS	6.000% 12/01/2039 DD 11/19/09	\$ 226,066.75	\$ 202,520.50
	PRUDENTIAL FINANCIAL INC	CORPORATE DEBT INSTRUMENTS	6.625% 12/01/2037 DD 12/03/07	\$ 164,971.25	\$ 153,048.75
	RAYTHEON CO	CORPORATE DEBT INSTRUMENTS	4.875% 10/15/2040 DD 10/20/10	\$ 205,473.90	\$ 186,082.00
	REALTY INCOME CORP	CORPORATE DEBT INSTRUMENTS	3.250% 10/15/2022 DD 10/10/12	\$ 34,504.05	\$ 33,776.75
	REPUBLIC SERVICES INC	CORPORATE DEBT INSTRUMENTS	6.200% 03/01/2040 DD 03/04/10	\$ 349,080.30	\$ 316,402.20
	REYNOLDS AMERICAN INC	CORPORATE DEBT INSTRUMENTS	7.250% 06/15/2037 DD 06/21/07	\$ 186,249.60	\$ 177,517.70
	REYNOLDS AMERICAN INC	CORPORATE DEBT INSTRUMENTS	5.700% 08/15/2035 DD 06/12/15	\$ 44,801.10	\$ 49,311.90
	REYNOLDS AMERICAN INC	CORPORATE DEBT INSTRUMENTS	4.450% 06/12/2025 DD 06/12/15	\$ 99,697.00	\$ 104,583.00
	SBA TOWER TRUST 144A	CORPORATE DEBT INSTRUMENTS	3.598% 04/15/2043 DD 04/18/13	\$ 270,661.50	\$ 269,028.00
	SEMPRA ENERGY	CORPORATE DEBT INSTRUMENTS	6.000% 10/15/2039 DD 10/08/09	\$ 308,852.50	\$ 280,320.00
	JM SMUCKER CO/THE	CORPORATE DEBT INSTRUMENTS	4.250% 03/15/2035 DD 09/15/15	\$ 194,486.65	\$ 190,503.30
	JM SMUCKER CO/THE	CORPORATE DEBT INSTRUMENTS	4.375% 03/15/2045 DD 09/15/15	\$ 248,322.59	\$ 233,654.40
	SOUTHERN POWER CO	CORPORATE DEBT INSTRUMENTS	5.150% 09/15/2041 DD 09/22/11	\$ 319,327.25	\$ 254,438.25
	SUNOCO LOGISTICS PARTNERS OPER	CORPORATE DEBT INSTRUMENTS	5.300% 04/01/2044 DD 04/03/14	\$ 15,119.25	\$ 11,163.45
	SUNOCO LOGISTICS PARTNERS OPER	CORPORATE DEBT INSTRUMENTS	5.350% 05/15/2045 DD 11/17/14	\$ 192,103.30	\$ 141,092.10
	TELEFONICA EUROPE BV	CORPORATE DEBT INSTRUMENTS	8.250% 09/15/2030 DD 09/21/00	\$ 125,107.20	\$ 117,672.30
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	6.500% 11/15/2036 DD 11/13/06	\$ 540,672.25	\$ 479,973.75
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	5.350% 12/15/2043 DD 12/16/13	\$ 306,660.60	\$ 269,611.20
	TIME WARNER INC	CORPORATE DEBT INSTRUMENTS	4.850% 07/15/2045 DD 06/04/15	\$ 148,972.50	\$ 142,837.50
	TIME WARNER CABLE INC	CORPORATE DEBT INSTRUMENTS	7.300% 07/01/2038 DD 06/19/08	\$ 62,048.25	\$ 48,787.20
	TIME WARNER CABLE INC	CORPORATE DEBT INSTRUMENTS	5.875% 11/15/2040 DD 11/15/10	\$ 286,166.40	\$ 227,440.80

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	TIME WARNER CABLE INC	CORPORATE DEBT INSTRUMENTS	5.500% 09/01/2041 DD 09/12/11	\$ 418,291.20	\$ 325,314.00
	21ST CENTURY FOX AMERICA INC	CORPORATE DEBT INSTRUMENTS	6.200% 12/15/2034 DD 12/03/04	\$ 134,073.45	\$ 119,221.20
	21ST CENTURY FOX AMERICA INC	CORPORATE DEBT INSTRUMENTS	7.850% 03/01/2039 DD 02/13/09	\$ 370,827.50	\$ 323,285.00
	21ST CENTURY FOX AMERICA INC	CORPORATE DEBT INSTRUMENTS	6.150% 02/15/2041 DD 08/15/11	\$ 190,897.50	\$ 168,559.50
	21ST CENTURY FOX AMERICA 144A	CORPORATE DEBT INSTRUMENTS	4.950% 10/15/2045 DD 10/21/15	\$ 99,367.00	\$ 98,482.00
	VALERO ENERGY CORP	CORPORATE DEBT INSTRUMENTS	4.900% 03/15/2045 DD 03/13/15	\$ 214,127.10	\$ 179,284.20
	VENTAS REALTY LP	CORPORATE DEBT INSTRUMENTS	5.700% 09/30/2043 DD 09/26/13	\$ 143,956.80	\$ 131,817.60
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	5.050% 03/15/2034 DD 03/17/14	\$ 133,341.25	\$ 124,540.00
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	4.862% 08/21/2046 DD 02/21/15	\$ 252,698.58	\$ 232,895.58
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	5.012% 08/21/2054 DD 02/21/15	\$ 72,418.50	\$ 64,091.30
	VERIZON COMMUNICATIONS INC	CORPORATE DEBT INSTRUMENTS	4.400% 11/01/2034 DD 10/29/14	\$ 218,675.60	\$ 202,978.60
	WASTE MANAGEMENT INC	CORPORATE DEBT INSTRUMENTS	3.900% 03/01/2035 DD 02/26/15	\$ 190,330.49	\$ 181,580.10
	WASTE MANAGEMENT INC	CORPORATE DEBT INSTRUMENTS	4.100% 03/01/2045 DD 02/26/15	\$ 59,876.40	\$ 55,801.80
	ANTHEM INC	CORPORATE DEBT INSTRUMENTS	6.375% 06/15/2037 DD 06/08/07	\$ 428,307.00	\$ 391,330.50
	ANTHEM INC	CORPORATE DEBT INSTRUMENTS	4.625% 05/15/2042 DD 05/07/12	\$ 219,018.30	\$ 188,864.00
	WILLIAMS PARTNERS LP	CORPORATE DEBT INSTRUMENTS	4.000% 09/15/2025 DD 03/03/15	\$ 74,756.25	\$ 56,157.00
	WILLIAMS PARTNERS LP	CORPORATE DEBT INSTRUMENTS	6.300% 04/15/2040 DD 02/09/10	\$ 11,186.70	\$ 7,673.50
	GRUPO TELEVISIA SAB	CORPORATE DEBT INSTRUMENTS	8.500% 03/11/2032	\$ 311,158.57	\$ 271,633.50
	PETROLEOS MEXICANOS	CORPORATE DEBT INSTRUMENTS	5.500% 06/27/2044	\$ 161,858.82	\$ 120,374.40
	PETROLEOS MEXICANOS 144A	CORPORATE DEBT INSTRUMENTS	5.500% 06/27/2044	\$ 408,000.00	\$ 300,936.00
	ACE CAPITAL TRUST II	CORPORATE STOCK - PREFERRED	9.700% 04/01/2030 DD 03/31/00	\$ 111,787.50	\$ 108,375.00
	GENERAL ELECTRIC CO	CORPORATE STOCK - PREFERRED	VAR RT 12/29/2049 DD 12/03/15	\$ 215,484.06	\$ 235,410.00
	ALPHABET INC	CORPORATE STOCK - COMMON		\$ 961,605.87	\$ 1,334,287.15
	AMERICAN EXPRESS CO	CORPORATE STOCK - COMMON		\$ 183,743.10	\$ 187,785.00
	AMERICAN TOWER CORP	CORPORATE STOCK - COMMON		\$ 293,904.34	\$ 293,079.85
	AMERIPRISE FINANCIAL INC	CORPORATE STOCK - COMMON		\$ 1,177,384.26	\$ 1,101,340.58
	ANADARKO PETROLEUM CORP	CORPORATE STOCK - COMMON		\$ 1,353,633.76	\$ 861,323.40
	ASTRAZENECA PLC	CORPORATE STOCK - COMMON	ADR	\$ 2,098,619.27	\$ 2,046,166.50
	AUTOLIV INC	CORPORATE STOCK - COMMON		\$ 829,282.59	\$ 975,701.40

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	AVANGRID INC	CORPORATE STOCK - COMMON	\$ 535,563.78	\$ 532,300.80
	BANK OF AMERICA CORP	CORPORATE STOCK - COMMON	\$ 758,226.53	\$ 762,382.17
	BANK OF NOVA SCOTIA/THE	CORPORATE STOCK - COMMON	\$ 1,335,584.75	\$ 995,471.04
	BAXTER INTERNATIONAL INC	CORPORATE STOCK - COMMON	\$ 752,287.80	\$ 759,566.50
	BRISTOL-MYERS SQUIBB CO	CORPORATE STOCK - COMMON	\$ 1,650,183.65	\$ 1,923,024.45
	CSX CORP	CORPORATE STOCK - COMMON	\$ 1,202,180.11	\$ 961,188.00
	CVS HEALTH CORP	CORPORATE STOCK - COMMON	\$ 1,526,059.81	\$ 1,555,520.70
	CANADIAN NATIONAL RAILWAY CO	CORPORATE STOCK - COMMON	\$ 599,264.13	\$ 558,744.12
	CARDINAL HEALTH INC	CORPORATE STOCK - COMMON	\$ 706,387.50	\$ 781,112.50
	CATERPILLAR INC	CORPORATE STOCK - COMMON	\$ 803,301.06	\$ 633,455.16
	CHEVRON CORP	CORPORATE STOCK - COMMON	\$ 2,044,421.53	\$ 1,721,024.76
	CISCO SYSTEMS INC	CORPORATE STOCK - COMMON	\$ 1,255,965.64	\$ 1,224,500.42
	COCA-COLA CO/THE	CORPORATE STOCK - COMMON	\$ 1,103,684.34	\$ 1,131,953.04
	COLGATE-PALMOLIVE CO	CORPORATE STOCK - COMMON	\$ 919,927.06	\$ 976,649.20
	COMCAST CORP	CORPORATE STOCK - COMMON	\$ 1,939,778.99	\$ 1,887,865.65
	DOMINION RESOURCES INC/VA	CORPORATE STOCK - COMMON	\$ 1,233,194.84	\$ 1,130,129.12
	EDISON INTERNATIONAL	CORPORATE STOCK - COMMON	\$ 696,647.04	\$ 708,329.23
	ENBRIDGE ENERGY MANAGEMENT LLC	CORPORATE STOCK - COMMON	\$ 406,315.79	\$ 251,257.16
	EQUITY LIFESTYLE PROPERTIES IN	CORPORATE STOCK - COMMON	\$ 400,131.10	\$ 517,492.54
	EXXON MOBIL CORP	CORPORATE STOCK - COMMON	\$ 1,039,188.21	\$ 879,587.80
	FORD MOTOR CO	CORPORATE STOCK - COMMON	\$ 1,415,984.03	\$ 1,288,812.30
	HESS CORP	CORPORATE STOCK - COMMON	\$ 1,294,664.63	\$ 920,877.60
	HILTON WORLDWIDE HOLDINGS INC	CORPORATE STOCK - COMMON	\$ 590,208.61	\$ 470,372.00
	HONEYWELL INTERNATIONAL INC	CORPORATE STOCK - COMMON	\$ 909,258.75	\$ 923,430.12
	ILLINOIS TOOL WORKS INC	CORPORATE STOCK - COMMON	\$ 751,769.91	\$ 802,516.12
	INTEL CORP	CORPORATE STOCK - COMMON	\$ 2,024,080.74	\$ 2,022,559.50
	INTERNATIONAL PAPER CO	CORPORATE STOCK - COMMON	\$ 1,038,292.91	\$ 741,332.80
	JPMORGAN CHASE & CO	CORPORATE STOCK - COMMON	\$ 1,262,238.60	\$ 1,331,825.10
	ELI LILLY & CO	CORPORATE STOCK - COMMON	\$ 402,280.69	\$ 491,320.06

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	LOCKHEED MARTIN CORP	CORPORATE STOCK - COMMON	\$ 811,350.95	\$ 901,172.50
	MARSH & MCLENNAN COS INC	CORPORATE STOCK - COMMON	\$ 1,410,032.13	\$ 1,377,932.50
	MERCK & CO INC	CORPORATE STOCK - COMMON	\$ 2,912,744.62	\$ 2,715,740.30
	MICROSOFT CORP	CORPORATE STOCK - COMMON	\$ 2,150,212.81	\$ 2,593,690.00
	NEXTERA ENERGY INC	CORPORATE STOCK - COMMON	\$ 1,508,255.10	\$ 1,474,199.10
	PG&E CORP	CORPORATE STOCK - COMMON	\$ 418,359.92	\$ 417,967.02
	PNC FINANCIAL SERVICES GROUP I	CORPORATE STOCK - COMMON	\$ 1,193,288.40	\$ 1,246,654.80
	PEPSICO INC	CORPORATE STOCK - COMMON	\$ 1,229,633.37	\$ 1,274,979.20
	PRAXAIR INC	CORPORATE STOCK - COMMON	\$ 1,137,504.20	\$ 975,872.00
	PRINCIPAL FINANCIAL GROUP INC	CORPORATE STOCK - COMMON	\$ 1,357,773.67	\$ 1,185,672.80
	PRUDENTIAL FINANCIAL INC	CORPORATE STOCK - COMMON	\$ 1,490,780.80	\$ 1,341,636.80
	SCHLUMBERGER LTD	CORPORATE STOCK - COMMON	\$ 455,342.16	\$ 407,061.00
	TWENTY-FIRST CENTURY FOX INC	CORPORATE STOCK - COMMON	\$ 927,640.79	\$ 754,667.76
	UGI CORP	CORPORATE STOCK - COMMON	\$ 633,582.36	\$ 563,184.32
	UNITED PARCEL SERVICE INC	CORPORATE STOCK - COMMON	\$ 2,056,176.96	\$ 1,792,187.52
	UNITED TECHNOLOGIES CORP	CORPORATE STOCK - COMMON	\$ 972,900.00	\$ 812,752.20
	UNITEDHEALTH GROUP INC	CORPORATE STOCK - COMMON	\$ 765,251.30	\$ 890,534.80
	VERIZON COMMUNICATIONS INC	CORPORATE STOCK - COMMON	\$ 1,040,054.64	\$ 1,027,008.40
	WELLS FARGO & CO	CORPORATE STOCK - COMMON	\$ 2,985,497.20	\$ 2,960,445.60
	GROUPE BRUXELLES LAMBERT SA	CORPORATE STOCK - COMMON	\$ 286,625.76	\$ 286,699.38
	DEUTSCHE POST AG	CORPORATE STOCK - COMMON	\$ 1,056,697.30	\$ 916,926.88
	BAYERISCHE MOTOREN WERKE AG	CORPORATE STOCK - COMMON	AG EUR1	\$ 1,263,304.62
	GAS NATURAL SDG SA	CORPORATE STOCK - COMMON	\$ 316,022.34	\$ 269,300.77
	RED ELECTRICA CORP SA	CORPORATE STOCK - COMMON	\$ 294,199.96	\$ 278,182.21
	CAIXABANK SA	CORPORATE STOCK - COMMON	\$ 1,441,799.95	\$ 1,061,449.25
	SCHNEIDER ELECTRIC SE	CORPORATE STOCK - COMMON	\$ 1,515,628.79	\$ 1,237,440.05
	BNP PARIBAS SA	CORPORATE STOCK - COMMON	\$ 1,040,956.20	\$ 979,912.48
	SES SA	CORPORATE STOCK - COMMON	1 'A' SHS	\$ 925,522.55
	TOTAL SA	CORPORATE STOCK - COMMON	\$ 1,431,848.25	\$ 1,255,401.70

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

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	VINCI SA	CORPORATE STOCK - COMMON	\$ 316,318.50	\$ 369,016.28
	SUEZ ENVIRONNEMENT CO	CORPORATE STOCK - COMMON	\$ 457,078.32	\$ 490,637.91
	ASSICURAZIONI GENERALI SPA	CORPORATE STOCK - COMMON	\$ 1,254,241.27	\$ 1,127,220.66
	INTESA SANPAOLO SPA	CORPORATE STOCK - COMMON	\$ 412,325.43	\$ 460,977.98
	SNAM SPA	CORPORATE STOCK - COMMON	\$ 301,616.46	\$ 318,980.97
	ENEL GREEN POWER SPA	CORPORATE STOCK - COMMON	\$ 414,426.03	\$ 409,069.90
	AKZO NOBEL NV	CORPORATE STOCK - COMMON	\$ 855,933.67	\$ 821,925.60
	ASML HOLDING NV	CORPORATE STOCK - COMMON	\$ 1,039,230.11	\$ 951,531.50
	FLUGHAFEN ZUERICH AG	CORPORATE STOCK - COMMON (REGD)	\$ 272,328.28	\$ 305,615.38
	ZURICH INSURANCE GROUP AG	CORPORATE STOCK - COMMON	\$ 820,945.94	\$ 707,824.98
	NOVARTIS AG	CORPORATE STOCK - COMMON	\$ 1,700,278.78	\$ 1,592,055.94
	ABB LTD	CORPORATE STOCK - COMMON	\$ 1,219,860.89	\$ 1,069,292.83
	ROCHE HOLDING AG	CORPORATE STOCK - COMMON	\$ 1,709,356.43	\$ 1,739,856.54
	LAFARGEHOLCIM LTD	CORPORATE STOCK - COMMON	\$ 1,137,750.38	\$ 876,405.89
	JULIUS BAER GROUP LTD	CORPORATE STOCK - COMMON	\$ 1,018,824.72	\$ 1,074,263.08
	UBS GROUP AG	CORPORATE STOCK - COMMON	\$ 683,170.04	\$ 774,579.34
	SKY PLC	CORPORATE STOCK - COMMON	\$ 1,147,846.30	\$ 1,339,961.87
	DIAGEO PLC	CORPORATE STOCK - COMMON	\$ 1,063,561.39	\$ 1,017,847.14
	BAE SYSTEMS PLC	CORPORATE STOCK - COMMON	\$ 1,215,456.94	\$ 1,186,475.48
	BRITISH AMERICAN TOBACCO PLC	CORPORATE STOCK - COMMON	\$ 1,065,048.86	\$ 1,014,126.71
	STANDARD CHARTERED PLC	CORPORATE STOCK - COMMON	\$ 929,600.89	\$ 508,106.94
	IMPERIAL BRANDS PLC	CORPORATE STOCK - COMMON	\$ 794,904.64	\$ 950,236.95
	SSE PLC	CORPORATE STOCK - COMMON	\$ 409,711.00	\$ 366,374.75
	ROYAL DUTCH SHELL PLC	CORPORATE STOCK - COMMON B SHS	\$ 1,194,897.28	\$ 982,034.26
	NATIONAL GRID PLC	CORPORATE STOCK - COMMON	\$ 1,797,591.00	\$ 1,740,394.95
	EXPERIAN PLC	CORPORATE STOCK - COMMON	\$ 854,848.22	\$ 891,980.55
	SEVERN TRENT PLC	CORPORATE STOCK - COMMON	\$ 395,892.67	\$ 406,122.67
	BEIJING ENTERPRISES HOLDINGS L	CORPORATE STOCK - COMMON ORD HKD0.10	\$ 339,444.76	\$ 268,845.64
	CHEUNG KONG INFRASTRUCTURE HOL	CORPORATE STOCK - COMMON	\$ 981,525.69	\$ 1,228,506.65

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

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	LENOVO GROUP LTD	CORPORATE STOCK - COMMON	\$ 481,123.51	\$ 377,508.98
	ENN ENERGY HOLDINGS LTD	CORPORATE STOCK - COMMON	\$ 387,445.79	\$ 364,331.80
	POWER ASSETS HOLDINGS LTD	CORPORATE STOCK - COMMON	\$ 433,957.40	\$ 415,601.96
	GUANGDONG INVESTMENT LTD	CORPORATE STOCK - COMMON	\$ 469,257.30	\$ 510,452.45
	CHINA LONGYUAN POWER GROUP COR	CORPORATE STOCK - COMMON	\$ 412,732.03	\$ 299,373.81
	NTT DOCOMO INC	CORPORATE STOCK - COMMON	\$ 896,723.03	\$ 1,196,726.48
	DAIWA HOUSE INDUSTRY CO LTD	CORPORATE STOCK - COMMON	\$ 824,290.39	\$ 1,255,075.37
	EISAI CO LTD	CORPORATE STOCK - COMMON	\$ 1,017,510.55	\$ 1,651,877.67
	MITSUBISHI UFJ FINANCIAL GROUP	CORPORATE STOCK - COMMON	\$ 1,825,995.97	\$ 2,000,765.42
	HONDA MOTOR CO LTD	CORPORATE STOCK - COMMON	\$ 405,256.91	\$ 447,897.23
	NIPPON TELEGRAPH & TELEPHONE C	CORPORATE STOCK - COMMON	\$ 564,340.29	\$ 856,284.92
	OSAKA GAS CO LTD	CORPORATE STOCK - COMMON	\$ 224,900.00	\$ 217,889.84
	TAKEDA PHARMACEUTICAL CO LTD	CORPORATE STOCK - COMMON	\$ 1,206,461.20	\$ 1,449,761.55
	SONY FINANCIAL HOLDINGS INC	CORPORATE STOCK - COMMON	\$ 1,045,973.10	\$ 1,226,304.43
	KOREA ELECTRIC POWER CORP	CORPORATE STOCK - COMMON	\$ 305,191.49	\$ 334,996.34
	BEZEQ THE ISRAELI TELECOMMUNIC	CORPORATE STOCK - COMMON	\$ 766,604.26	\$ 933,919.77
	ACCENTURE PLC	CORPORATE STOCK - COMMON	\$ 731,448.90	\$ 855,855.00
	EATON CORP PLC	CORPORATE STOCK - COMMON	\$ 1,025,879.80	\$ 784,138.72
	MEDTRONIC PLC	CORPORATE STOCK - COMMON	\$ 1,264,820.07	\$ 984,806.76
	NIELSEN HOLDINGS PLC	CORPORATE STOCK - COMMON	\$ 714,518.99	\$ 743,736.00
	CHUBB LTD	CORPORATE STOCK - COMMON	\$ 2,154,643.63	\$ 2,210,802.00
	CANADIAN NATURAL RESOURCES LTD	CORPORATE STOCK - COMMON	\$ 807,799.21	\$ 551,862.40
	CANADIAN NATIONAL RAILWAY CO	CORPORATE STOCK - COMMON	\$ 469,020.42	\$ 378,091.21
	ENBRIDGE INC	CORPORATE STOCK - COMMON	\$ 505,101.49	\$ 324,294.87
	TRANSCANADA CORP	CORPORATE STOCK - COMMON	\$ 514,364.84	\$ 383,160.19
	H LUNDBECK A/S	CORPORATE STOCK - COMMON	\$ 398,786.93	\$ 684,770.09
	TELENOR ASA	CORPORATE STOCK - COMMON	\$ 178,783.22	\$ 148,160.10
	INTERNATIONAL PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 654,147.00	\$ 967,929.00
	TRIDENT CAPITAL FUND IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,569,802.34	\$ 1,529,762.30

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
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	AEA INVESTORS 2006 FUND LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 905,691.00	\$ 1,171,136.00
	WARBURG PINCUS PRIV EQ VIII	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 281,232.00	\$ 167,385.00
	WARBURG PINCUS PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST IX LP	\$ 276,533.01	\$ 167,564.17
	CLAYTON DUBILIER & RICE VII LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 155,288.00	\$ 132,113.00
	DEVON PARK BIOVENTURES LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 922,955.00	\$ 1,566,155.00
	WARBURG PINCUS X	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 2,534,325.80	\$ 2,078,961.48
	TENAYA CAPITAL V-P LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 860,456.28	\$ 754,301.00
	AEA INVESTORS LP 2003	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 22,024.00	\$ 29,903.00
	CLAYTON DUBILIER & RICE VIII	PARTNERSHIP/JOINT VENTURE INTEREST LP	\$ 2,111,974.00	\$ 1,720,368.00
	CLAYTON DUBILIER RICE VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 3,934.00	\$ 3,708.00
	TENAYA CAPITAL VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,367,285.56	\$ 1,420,075.00
	CAI PARTNERS & COMPANY III LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 179,482.00	\$ 179,948.00
	CAI PARTNERS & COMPANY IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,094,141.00	\$ 1,504,097.00
	GEAM INTERNATIONAL PRIVATE EQU	PARTNERSHIP/JOINT VENTURE INTEREST ITY FUND LP	\$ 206,669.00	\$ 138,739.00
	PERFORMANCE DIRECT INVESTMENT	PARTNERSHIP/JOINT VENTURE INTEREST II LP	\$ 2,306,619.90	\$ 2,050,188.28
	AURORA EQUITY PARTNERS IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,244,985.00	\$ 1,426,763.00
	PHARMASTEM CORP C CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ —	\$ —
	PHARMASTEM CORP D CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 0.29	\$ 0.29
	PHARMASTEM THERAPEUTICS A PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ —	\$ —
	PHARMASTEM THERAPEUTICS B PFD	PARTNERSHIP/JOINT VENTURE INTEREST	\$ —	\$ —
	TRIDENT V STONE POINT LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 3,810,333.46	\$ 4,101,497.35
	ELECTRA PARTNER CLUB 2007 LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 928,864.70	\$ 870,690.95
	FF&P INVESTOR 8 ERISA LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 165,411.70	\$ 204,351.81
	THIRD CINVEN FUND US (NO 3) LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 103,641.63	\$ 80,209.82
	FOURTH CINVEN FUND (UBTI)	PARTNERSHIP/JOINT VENTURE INTEREST LIMITED PARTNERSHIP	\$ 532,046.59	\$ 517,395.35
	DLJ REAL ESTATE CAPITAL	PARTNERSHIP/JOINT VENTURE INTEREST PARTNERS III LP	\$ 1,187,033.00	\$ 1,132,976.00
	DLJ REAL ESTATE IV	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 2,599,825.00	\$ 2,742,603.00
	LASALLE MEXICO FUND I LP	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,771,395.71	\$ 1,847,230.00
	BLACKSTONE RE VI	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 2,064,752.00	\$ 1,557,311.00

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	TCI TIMBER COMPANY - SHASTA	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 1,751,152.00	\$ 1,701,474.00
	TCI TIMBER COMPANY - CHINOOK	PARTNERSHIP/JOINT VENTURE INTEREST	\$ 3,540,566.00	\$ 3,365,866.00
	CPI CP ASIA T E L P	REAL ESTATE	\$ 458,065.41	\$ 425,427.11
	ROCKPOINT RE FUND III	REAL ESTATE	\$ 493,785.08	\$ 493,260.64
	ROCKPOINT REAL ESTATE FUND I L	REAL ESTATE	\$ 5,634.91	\$ 5,213.41
	ROCKPOINT REAL ESTATE FUND II	REAL ESTATE	\$ 359,861.50	\$ 364,520.04
	TRANSWESTERN MEZZ RLTY PRT III	REAL ESTATE	\$ 679,321.25	\$ 767,662.50
	AVANTI STRATEGIC LAND INVTS	REAL ESTATE III (ACTIVE L P)	\$ 239,000.00	\$ 268,328.00
	AETOS CAPITAL ASIA II LP	REAL ESTATE	\$ 83,284.37	\$ 152,778.30
	AETOS CAPITAL ASIA III LP	REAL ESTATE	\$ 317,626.00	\$ 233,519.00
	AG CORE PLUS REALTY FD III LP	REAL ESTATE	\$ 1,778,079.67	\$ 1,517,007.45
	AG CORE PLUS REALTY FUND II LP	REAL ESTATE	\$ 107,559.92	\$ 105,235.00
	AVANTI STRATEGIC LAND II -	REAL ESTATE ACTIVE	\$ 1,224.98	\$ 1,224.98
	AVANTI STRATEGIC LAND II -	REAL ESTATE PASSIVE	\$ 13,000.00	\$ 13,000.00
	AVANTI STRATEGIC LAND INVTSIII	REAL ESTATE (PASSIVE LP)	\$ 51,888.00	\$ 3,551.00
	AVANTI STRATEGIC LAND IV -	REAL ESTATE ACTIVE	\$ 57,451.96	\$ 53,351.00
	AVANTI STRATEGIC LAND IV -	REAL ESTATE PASSIVE	\$ 14,667.00	\$ 14,000.00
	AVANTI STRATEGIC LAND V	REAL ESTATE	\$ 330,034.00	\$ 314,397.00
	AVANTI STRATEGIC LAND VI	REAL ESTATE	\$ 599,857.15	\$ 619,549.07
	BLACKSTONE R/E PARTNERS IV	REAL ESTATE	\$ 644,382.00	\$ 539,802.00
	BLACKSTONE REAL ESTATE	REAL ESTATE PARTNERS V LP	\$ 1,738,579.00	\$ 1,709,634.00
	CPI CCP EU-T SCOTS LP	REAL ESTATE	\$ 347,546.26	\$ 337,175.43
	BAY AREA CA TOLL AUTH TOLL BRI	OTHER INVESTMENTS 6.918% 04/01/2040 DD 07/01/10	\$ 446,600.70	\$ 414,924.30
	BAY AREA CA TOLL AUTH TOLL BRI	OTHER INVESTMENTS 7.043% 04/01/2050 DD 07/01/10	\$ 186,380.25	\$ 178,903.40
	CALIFORNIA ST	OTHER INVESTMENTS 7.300% 10/01/2039 DD 10/15/09	\$ 1,716,787.80	\$ 1,634,794.20
	CALIFORNIA ST	OTHER INVESTMENTS 7.625% 03/01/2040 DD 04/01/10	\$ 7,928.15	\$ 7,271.35
	CALIFORNIA ST	OTHER INVESTMENTS 7.600% 11/01/2040 DD 12/01/10	\$ 64,465.50	\$ 59,456.00
	CHICAGO IL O'HARE INTERNATIONAL	OTHER INVESTMENTS 6.395% 01/01/2040 DD 04/29/10	\$ 13,639.70	\$ 12,519.00
	CHICAGO IL TRANSIT AUTH SALES	OTHER INVESTMENTS 6.899% 12/01/2040 DD 08/06/08	\$ 46,408.64	\$ 46,162.00

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	CHICAGO IL TRANSIT AUTH SALES	OTHER INVESTMENTS	6.899% 12/01/2040 DD 08/06/08	\$ 374,045.90	\$ 334,674.50
	ILLINOIS ST	OTHER INVESTMENTS	5.100% 06/01/2033 DD 06/12/03	\$ 506,710.09	\$ 482,485.50
	ILLINOIS ST TOLL HIGHWAY AUTH	OTHER INVESTMENTS	6.184% 01/01/2034 DD 05/21/09	\$ 97,065.75	\$ 93,302.25
	KANSAS ST DEV FIN AUTH REVENUE	OTHER INVESTMENTS	4.927% 04/15/2045 DD 08/20/15	\$ 190,000.00	\$ 188,808.70
	LOS ANGELES CA DEPT WTR & PWR	OTHER INVESTMENTS	6.574% 07/01/2045 DD 12/02/10	\$ 254,266.25	\$ 237,534.50
	LOS ANGELES CA UNIF SCH DIST	OTHER INVESTMENTS	5.755% 07/01/2029 DD 10/15/09	\$ 252,687.10	\$ 242,961.90
	LOS ANGELES CA UNIF SCH DIST	OTHER INVESTMENTS	6.758% 07/01/2034 DD 03/04/10	\$ 174,170.00	\$ 164,690.00
	LOS ANGELES CNTY CA PUBLIC WKS	OTHER INVESTMENTS	7.488% 08/01/2033 DD 11/23/10	\$ 237,368.25	\$ 227,851.75
	MET TRANSPRTN AUTH NY DEDICATE	OTHER INVESTMENTS	7.336% 11/15/2039 DD 04/30/09	\$ 419,652.75	\$ 400,958.25
	MUNI ELEC AUTH OF GEORGIA	OTHER INVESTMENTS	6.637% 04/01/2057 DD 03/11/10	\$ 106,057.60	\$ 95,279.20
	NEW JERSEY ST TURNPIKE AUTH	OTHER INVESTMENTS	7.414% 01/01/2040 DD 04/28/09	\$ 97,678.10	\$ 92,388.40
	NEW JERSEY ST TURNPIKE AUTH	OTHER INVESTMENTS	7.102% 01/01/2041 DD 12/15/10	\$ 543,873.75	\$ 516,498.75
	NEW YORK CITY NY MUNI WTR FIN	OTHER INVESTMENTS	5.724% 06/15/2042 DD 06/30/10	\$ 217,616.85	\$ 209,238.15
	NEW YORK CITY NY MUNI WTR FIN	OTHER INVESTMENTS	5.790% 06/15/2041 DD 09/23/10	\$ 45,309.20	\$ 44,104.40
	N TX TOLLWAY AUTH REVENUE	OTHER INVESTMENTS	6.718% 01/01/2049 DD 08/12/09	\$ 253,344.00	\$ 239,837.50
	OHIO ST UNIV	OTHER INVESTMENTS	4.800% 06/01/2039 DD 10/26/11	\$ 241,958.25	\$ 216,933.75
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	5.647% 11/01/2040 DD 11/01/10	\$ 183,921.00	\$ 177,493.50
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	4.926% 10/01/2051 DD 10/06/11	\$ 254,562.75	\$ 238,698.00
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	4.458% 10/01/2062 DD 10/10/12	\$ 153,907.35	\$ 138,063.20
	PORT AUTH OF NEW YORK & NEW JE	OTHER INVESTMENTS	4.960% 08/01/2046 DD 01/30/14	\$ 113,201.00	\$ 108,019.00
	UNIV OF CALIFORNIA CA RGTS MED	OTHER INVESTMENTS	6.583% 05/15/2049 DD 12/17/09	\$ 204,915.00	\$ 192,589.50
	UNIV OF CALIFORNIA CA RGTS MED	OTHER INVESTMENTS	6.548% 05/15/2048 DD 11/18/10	\$ 177,754.20	\$ 167,271.00
	UNIV OF CALIFORNIA CA REVENUES	OTHER INVESTMENTS	4.858% 05/15/2039 DD 03/01/12	\$ 67,719.60	\$ 62,178.35
	UNIV OF CALIFORNIA CA REVENUES	OTHER INVESTMENTS	4.601% 05/15/2031 DD 10/02/13	\$ 204,365.80	\$ 197,160.05
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	0.375% 07/15/2025 DD 07/15/15	\$ 415,957.62	\$ 417,340.35
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	0.125% 07/15/2024 DD 07/15/14	\$ 2,240,897.78	\$ 2,249,168.61
	US TREASURY NOTE FWD	OTHER INVESTMENTS	2.000% 02/15/2025 DD 02/15/15	\$ 2,703,097.55	\$ 2,709,482.29
	US 10YR TREAS NTS FUTURE (CBT)	OTHER INVESTMENTS	EXP MAR 16	\$ —	\$ (9,484.38)
	90DAY EURODOLLAR FUTURE (CME)	OTHER INVESTMENTS	EXP DEC 16	\$ —	\$ (5,970.68)

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	90DAY EURODOLLAR FUTURE (CME)	OTHER INVESTMENTS	EXP DEC 17	\$ —	\$ 8,141.28
	US 5YR TREAS NTS FUTURE (CBT)	OTHER INVESTMENTS	EXP MAR 16	\$ —	\$ 23,828.13
	US ULTRA BOND (CBT)	OTHER INVESTMENTS	EXP MAR 16	\$ —	\$ (38,492.54)
	CCP_IRS. R USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	PAY 2.75% 2025 SEP 16	\$ 0.02	\$ (255,307.49)
	CCP_IRS. P USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	REC 3.00% 2045 SEP 16	\$ 545,754.78	\$ 872,854.87
	CCP_CDX. SP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	REC 100BPS 2020 DEC 20	\$ 0.01	\$ 16,978.78
	IFS R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.17% 2025 SEP 22	\$ —	\$ 85.10
	IFS R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.15% 2025 SEP 22	\$ —	\$ 244.40
	CCP_CDX. BP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	PAY 100BPS 2020 DEC 20	\$ 0.02	\$ (43,087.85)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (6,037.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (6,037.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (12,312.33)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (1,207.09)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (7,003.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (14,243.67)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (7,728.00)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (8,211.00)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (6,037.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (11,833.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (11,833.50)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (22,218.00)
	CDX SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ —	\$ (9,660.00)
	PERUVIAN GOVERNMENT INTERNATIO	OTHER INVESTMENTS	6.550% 03/14/2037	\$ 71,670.00	\$ 69,300.00
	MEXICO GOVERNMENT INTERNATIONA	OTHER INVESTMENTS	5.750% 10/12/2110	\$ 348,300.00	\$ 302,130.00
	COLOMBIA GOVERNMENT INTERNATIO	OTHER INVESTMENTS	6.125% 01/18/2041	\$ 155,675.00	\$ 125,450.00
	PERUVIAN GOVERNMENT INTERNATIO	OTHER INVESTMENTS	5.625% 11/18/2050	\$ 181,356.50	\$ 173,400.00
	MEXICO GOVERNMENT INTERNATIONA	OTHER INVESTMENTS	4.750% 03/08/2044	\$ 649,322.00	\$ 584,862.00
	COLOMBIA GOVERNMENT INTERNATIO	OTHER INVESTMENTS	5.625% 02/26/2044	\$ 365,625.00	\$ 296,562.50
	URUGUAY GOVERNMENT INTERNATION	OTHER INVESTMENTS	5.100% 06/18/2050	\$ 161,556.82	\$ 150,937.50

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	BRAZILIAN GOVERNMENT INTERNATI	OTHER INVESTMENTS	5.000% 01/27/2045	\$ 267,309.59	\$ 183,562.50
	URUGUAY GOVERNMENT INTERNATION	OTHER INVESTMENTS	4.375% 10/27/2027	\$ 158,624.00	\$ 157,200.00
	PERUVIAN GOVERNMENT INTERNATIO	OTHER INVESTMENTS	4.125% 08/25/2027	\$ 139,812.80	\$ 137,200.00
	S & P 500 EMINI INDEX FUT (OTC)	OTHER INVESTMENTS	PUT DEC 15 1949.490 ED 123115	\$ 244,400.00	\$ 1,527.50
	COMMIT TO PUR FNMA SF MTG	OTHER INVESTMENTS	3.500% 11/01/2045 DD 11/01/15	\$ (2,386,157.35)	\$ (2,383,973.00)
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	0.250% 01/15/2025 DD 01/15/15	\$ (2,812,142.21)	\$ (2,803,588.96)
	US TREAS-CPI INFLAT FWD	OTHER INVESTMENTS	2.000% 08/15/2025 DD 08/15/15	\$ (2,586,730.66)	\$ (2,585,120.40)
	CCP_IRS._R USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	PAY 2.75% 2025 SEP 16	\$ (174,853.07)	\$ —
	CCP_IRS._P USD-LIBOR-BBA 3M CM	OTHER INVESTMENTS	REC 3.00% 2045 SEP 16	\$ (0.02)	\$ —
	CCP_CDX._SP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	REC 100BPS 2020 DEC 20	\$ (35,431.22)	\$ —
	IFS_R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.17% 2025 SEP 22	\$ —	\$ —
	IFS_R CPURNSA US CPI URBAN CO	OTHER INVESTMENTS	P 2.15% 2025 SEP 22	\$ —	\$ —
	CCP_CDX._BP UL CDX.NA.IG.25_V1	OTHER INVESTMENTS	PAY 100BPS 2020 DEC 20	\$ (47,040.08)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (6,124.03)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (6,114.18)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (12,493.02)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (1,198.73)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (6,924.02)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (14,145.01)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (7,272.66)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (7,794.00)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (5,968.98)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (10,428.06)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (10,428.06)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (18,491.76)	\$ —
	CDX_SP UL CMBX.NA.AAA.8_1	OTHER INVESTMENTS	R 50BPS 2057 OCT 17	\$ (8,512.70)	\$ —
	CDX BP CDX.NA.IG.25	OTHER INVESTMENTS	PUT JAN 16 097.500 ED 012016	\$ (1,668.88)	\$ (439.40)
	CDX BP UL CDX.NA.IG 25	OTHER INVESTMENTS	PUT JAN 16 097.500 ED 012016	\$ (2,513.88)	\$ (3,549.00)
	MARATHON PETROLEUM CORP	EMPLOYER RELATED - SECURITIES		\$ 218,413.40	\$ 222,393.60

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	CIF OPP FIXED INCOME	COMMON/COLLECTIVE TRUST	ALLOCATION	\$ 10,789,873.57	\$ 10,254,723.55
	WTC-CTF DURABLE COMP	COMMON/COLLECTIVE TRUST		\$ 12,068,577.35	\$ 12,788,729.37
*	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS	COMPANY AC1547A	\$ 6,185,825	\$ 6,185,825
*	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS	COMPANY AC6096	\$ —	\$ —
*	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS	COMPANY AC6266	\$ —	\$ —
	MASS MUTUAL	POOLED SEPARATE ACCOUNTS		\$ —	\$ —
	ISHARES 20+ YEAR TREASURY BO	REGISTERED INVESTMENT COMPANIES		\$ 3,832,995.62	\$ 3,836,011.54
	VANGUARD LONG-TERM CORP BOND	REGISTERED INVESTMENT COMPANIES		\$ 3,721,558.05	\$ 3,721,008.54
	DREYFUS TREAS & AGY CSH CSH MG	REGISTERED INVESTMENT COMPANIES	VAR RT 12/31/2049 DD 04/09/97	\$ 5,812,277.10	\$ 5,812,277.10
	DREYFUS TREAS & AGY CSH CSH MG	REGISTERED INVESTMENT COMPANIES	VAR RT 12/31/2049 DD 04/09/97	\$ 56,057,438.86	\$ 56,057,438.86
	TOTAL INVESTMENTS			\$ 372,653,690	\$ 363,253,212

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost of acquisitions	(e) Proceeds of dispositions
03765LAA0	APIDOS CLO XX 20A A1 144A	VAR RT 01/16/2027 DD 02/12/15	\$ (595,000)	\$ 596,041
037833BH2	APPLE INC	4.375% 05/13/2045 DD 05/13/15	(109,599)	107,042
05523UAL4	BAE SYSTEMS HOLDINGS INC 144A	4.750% 10/07/2044 DD 10/07/14	(14,368)	14,581
12593QBE9	COMM 2015-CCRE26 MORTG CR26 A4	3.630% 10/10/2048 DD 10/01/15	(308,996)	302,660
13063A5G5	CALIFORNIA ST	7.550% 04/01/2039 DD 04/28/09	(102,998)	98,541
14310UAA7	CARLYLE GLOBAL MARK 4A A1 144A	VAR RT 10/15/2026 DD 09/30/14	(299,913)	300,000
14311FAA9	CARLYLE GLOBAL MARK 2A A1 144A	VAR RT 04/27/2027 DD 05/07/15	(560,000)	554,400
15137JAA0	CENT CLO 23 LTD 23A A1 144A	VAR RT 04/17/2026 DD 04/16/15	(545,000)	545,000
167486VV8	CHICAGO IL	7.375% 01/01/2033 DD 07/21/15	(183,722)	187,716
202795JG6	COMMONWEALTH EDISON CO	4.350% 11/15/2045 DD 11/19/15	(4,961)	5,084
225313AF2	CREDIT AGRICOLE SA 144A	4.375% 03/17/2025 DD 03/17/15	(208,858)	201,010
225433AA9	CREDIT SUISSE GROUP FUNDI 144A	3.750% 03/26/2025 DD 03/26/15	(409,016)	393,284
26249QAC2	DRYDEN 38 SENIOR LO 38A A 144A	VAR RT 07/15/2027 DD 05/08/15	(475,000)	467,875
423074AX1	KRAFT HEINZ FOODS CO 144A	3.950% 07/15/2025 DD 07/02/15	(234,687)	243,697
42824CAA7	HEWLETT PACKARD ENTERPRIS 144A	2.450% 10/05/2017 DD 10/09/15	(224,874)	225,986
42824CAC3	HEWLETT PACKARD ENTERPRIS 144A	2.850% 10/05/2018 DD 10/09/15	(224,712)	225,961
453140AE5	IMPERIAL TOBACCO FINANCE 144A	3.750% 07/21/2022 DD 07/21/15	(226,286)	235,952
4642879XA	ISHARES MSCI EAFE ETF (OTC)	PUT DEC 15 058.960 ED 12/18/15	(124,269)	127,805
55953HAA1	MAGNETITE XII LTD 12A A 144A	VAR RT 04/15/2027 DD 03/12/15	(400,000)	396,200
594918BJ2	MICROSOFT CORP	3.125% 11/03/2025 DD 11/03/15	(314,918)	316,973
6488169XK	S & P 500 INDEX (OTC)	PUT DEC 15 2023.000 ED 12/18/15	(169,137)	117,451
67109BAA2	OHA LOAN FUNDING 201 1A A 144A	VAR RT 02/15/2027 DD 03/26/15	(590,000)	590,000
715638BM3	PERUVIAN GOVERNMENT INTERNATIO	5.625% 11/18/2050 DD 11/18/10	(34,613)	35,055
74981HAA8	RACE POINT IX CLO L 9A A1 144A	VAR RT 04/15/2027 DD 03/19/15	(670,000)	671,005
760942BA9	URUGUAY GOVERNMENT INTERNATION	5.100% 06/18/2050 DD 06/18/14	(259,500)	253,750
832696AN8	JM SMUCKER CO/THE 144A	4.375% 03/15/2045 DD 03/20/15	(214,188)	203,521
83609EAC4	SOUND POINT CLO VIII 1A A 144A	VAR RT 04/15/2027 DD 03/30/15	(533,663)	535,005
87158YAL6	SYMPHONY CLO LTD 10AR AR 144A	VAR RT 07/23/2023 DD 04/23/15	(554,612)	552,947
89473LAA2	TREMAN PARK CLO LTD 1A A 144A	VAR RT 04/20/2027 DD 04/09/15	(550,000)	545,105
90351DAB3	UBS GROUP FUNDING JERSEY 144A	4.125% 09/24/2025 DD 09/24/15	(244,542)	245,495
92328CAJ4	VENTURE XI CLO LTD 11A AR 144A	VAR RT 11/14/2022 DD 05/14/15	(560,000)	558,712
92343VCW2	VERIZON COMMUNICATIONS IN 144A	4.522% 09/15/2048 DD 03/13/15	(248,754)	253,338
92343VCY8	VERIZON COMMUNICATIONS IN 144A	4.672% 03/15/2055 DD 03/13/15	(393,889)	408,792
92914NAA9	VOYA CLO 2015-1 LTD 1A A1 144A	VAR RT 04/18/2027 DD 04/02/15	(514,473)	514,743
996,237,210	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	1,789,400	(1,786,994)
999A73388	US TREAS-CPI INFLAT FWD	0.125% 07/15/2024 DD 07/15/14	(5,621,707)	5,528,753
999A73776	US TREAS-CPI INFLAT FWD	1.375% 02/15/2044 DD 02/15/14	(1,382,645)	1,354,856
999A73990	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(3,128,818)	3,093,077
999A74006	US TREAS-CPI INFLAT FWD	0.125% 07/15/2024 DD 07/15/14	(5,528,919)	5,462,109
999A74014	US TREAS-CPI INFLAT FWD	0.125% 04/15/2019 DD 04/15/14	447,357	(511,678)

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

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999A74022	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	1,784,051	(1,784,080)
999A74360	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(6,050,599)	6,171,996
999A75250	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,758,200)	4,691,232
999A77322	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,639,040)	4,667,855
999A77389	US TREAS-CPI INFLAT FWD	0.375% 07/15/2025 DD 07/15/15	(2,505,998)	2,501,861
999A77397	US TREAS-CPI INFLAT FWD	0.375% 07/15/2025 DD 07/15/15	(2,501,688)	2,509,324
999A78361	US TREAS-CPI INFLAT FWD	0.375% 07/15/2025 DD 07/15/15	(2,483,305)	2,449,126
999A78379	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,626,884)	4,576,991
999J26478	US TREAS-CPI INFLAT FWD	1.500% 11/30/2019 DD 11/30/14	3,786,398	(3,796,310)
999J26833	US TREAS-CPI INFLAT FWD	2.250% 11/15/2024 DD 11/15/14	7,522,194	(7,363,228)
999J27047	US TREAS-CPI INFLAT FWD	3.000% 11/15/2044 DD 11/15/14	3,168,072	(3,164,502)
999J27179	US TREAS-CPI INFLAT FWD	2.250% 11/15/2024 DD 11/15/14	7,348,657	(7,365,779)
999J27278	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	(6,323,416)	6,314,009
999J27914	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	4,929,756	(5,058,565)
999J28276	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	4,999,988	(5,048,611)
999J28284	US TREAS-CPI INFLAT FWD	2.000% 08/15/2025 DD 08/15/15	2,616,020	(2,641,310)
999J28292	US TREAS-CPI INFLAT FWD	2.000% 08/15/2025 DD 08/15/15	2,620,344	(2,620,568)
999J28540	US TREAS-CPI INFLAT FWD	2.000% 08/15/2025 DD 08/15/15	2,581,102	(2,590,284)
999J28565	US TREAS-CPI INFLAT FWD	2.000% 02/15/2025 DD 02/15/15	4,943,917	(4,970,184)
999K25295	UNITED STATES TREASURY BO FWD	3.000% 11/15/2044 DD 11/15/14	3,293,115	(3,288,427)
999K27218	U S TREASURY NOTE FWD	0.125% 01/15/2025 DD 01/15/15	(3,143,479)	3,128,530
999K32069	U S TREASURY NOTE FWD	1.375% 02/29/2020 DD 02/28/15	49,206	—
999K32077	U S TREASURY BONDS FWD	3.000% 11/15/2044 DD 11/15/14	792,018	(750,538)
999K32085	US TREAS-CPI FWD	1.375% 02/15/2044 DD 02/15/14	(664,711)	633,103
999K32150	U S TREASURY NOTE FWD	1.625% 04/30/2019 DD 04/30/14	4,041,080	(4,037,829)
999K33968	US TREAS-CPI INFLATION IND FWD	0.125% 07/15/2024 DD 07/15/14	(7,856)	7,803
999K34214	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(6,177,516)	6,043,182
999K34222	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	(6,233,678)	6,348,722
999K34529	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	4,992,851	(4,890,966)
999K35575	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,686,118)	4,696,495
999K35583	U S TREASURY FWD	2.000% 02/15/2025 DD 02/15/15	4,882,070	(4,933,744)
999K35971	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,698,029)	4,687,217
999K38389	US TREAS-CPI INFLAT FWD	0.250% 01/15/2025 DD 01/15/15	(4,685,943)	4,638,627
999K38397	U S TREASURY NOTE FWD	2.000% 02/15/2025 DD 02/15/15	5,046,480	(5,007,417)
999K42183	US TREASURY INFLATION INDE FWD	0.375% 07/15/2025 DD 07/15/15	(2,509,108)	2,483,401
999K42191	UNITED STATES TREASURY NOT FWD	2.000% 08/15/2025 DD 08/15/15	2,636,997	(2,585,306)
999K43462	US TREAS-CPI INFLAT FWD	0.125% 07/15/2024 DD 07/15/14	(2,232,056)	2,240,138
99F133C6A	US TREAS BD FUTURE (CBT)	EXP MAR 16	—	(34,953)
99F133F5A	US TREAS BD FUTURE (CBT)	EXP JUN 15	—	17,582
99F133I5A	US TREAS BD FUTURE (CBT)	EXP SEP 15	—	(155,482)

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

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99F133L5A	US TREAS BD FUTURE (CBT)	EXP DEC 15	—	(34,800)
99F139F5A	US 10YR TREAS NTS FUTURE (CBT)	EXP JUN 15	—	24,925
99F139I5A	US 10YR TREAS NTS FUTURE (CBT)	EXP SEP 15	—	(208,850)
99F139L5A	US 10YR TREAS NTS FUTURE (CBT)	EXP DEC 15	—	43,446
99F167C6C	90DAY EURODOLLAR FUTURE (CME)	EXP MAR 16	—	(7,676)
99F167C7C	90DAY EURODOLLAR FUTURE (CME)	EXP MAR 17	—	16,270
99F167L5C	90DAY EURODOLLAR FUTURE (CME)	EXP DEC 15	—	3,974
99F183F5A	US 5YR TREAS NTS FUTURE (CBT)	EXP JUN 15	—	(280,163)
99F183I5A	US 5YR TREAS NTS FUTURE (CBT)	EXP SEP 15	—	117,849
99F183L5A	US 5YR TREAS NTS FUTURE (CBT)	EXP DEC 15	—	30,308
99F217C6A	US 2YR TREAS NTS FUT (CBT)	EXP MAR 16	—	2,221
99F217F5A	US 2YR TREAS NTS FUTURE (CBT)	EXP JUN 15	—	(256)
99F217I5A	US 2YR TREAS NTS FUTURE (CBT)	EXP SEP 15	—	28,023
99F217L5A	US 2YR TREAS NTS FUT (CBT)	EXP DEC 15	—	(2,828)
99F295C6C	S & P 500 EMINI INDEX FUT(CME)	EXP MAR 16	—	16,600
99F295L5C	S & P 500 EMINI INDEX FUT(CME)	EXP DEC 15	—	(39,000)
99F700F5A	US ULTRA BOND (CBT)	EXP JUN 15	—	(2,445,017)
99F700I5A	US ULTRA BOND (CBT)	EXP SEP 15	—	144,231
99F700L5A	US ULTRA BOND (CBT)	EXP DEC 15	—	(181,325)
99F734C6X	MSCI EAFE INDEX FUTURE (NYF)	EXP MAR 16	—	13,135
99F734L5X	MSCI EAFE INDEX FUTURE (NYF)	EXP DEC 15	—	11,615
99F740C6X	MINI MSCI EMG MKT FUTURE (NYF)	EXP MAR 16	—	705
99QAC09GG	IRS P USD-LIBOR-BBA 3M 7/27/26	CALL JUL 16 002.380 ED 072516	(71,355)	81,724
99QAC29WU	IRS R USD-LIBOR-BBA 3M	PUT NOV 16 002.700 ED 11/10/16	(64,890)	49,770
99QACWR75	IFL S UL CPI	P 1.48% 2017 MAR 02	—	(1,635)
99QACWRW0	IFL L UL CPI	P 1.4625% 2017 MAR 02	—	(826)
EEBZ3FCV9	CAIXABANK SA		(11,908)	12,045
EXBYZXCH7	STANDARD CHARTERED PLC		—	26,056
FJ6597044	MITSUBISHI ELECTRIC CORP		(1,101,321)	1,050,037
FJB0FS5D1	SEVEN & I HOLDINGS CO LTD		(867,906)	905,490
NA9QD71G2	IFS_R CPURNSA US CPI URBAN CO	P 1.53% 2017 MAR 03	—	(5,127)
NA9QD9MB6	CCP_CDX. BP UL CDX.NA.IG.24_V1	PAY 100BPS 2020 JUN 20	—	—
NA9QD9MC4	CCP_CDX._BP UL CDX.NA.IG.24_V1	PAY 100BPS 2020 JUN 20	612,368	(603,215)
NA9QD9PG2	CCP_CDX. SP UL CDX.NA.IG.24_V1	REC 100BPS 2020 JUN 20	(219,590)	189,728
NA9QD9PH0	CCP_CDX._SP UL CDX.NA.IG.24_V1	REC 100BPS 2020 JUN 20	—	—
NA9QDZG41	CCP_CDX. SP UL CDX.NA.IG.23_V1	REC 100BPS 2019 DEC 20	(305,425)	253,748
NA9QDZG58	CCP_CDX._SP UL CDX.NA.IG.23_V1	REC 100BPS 2019 DEC 20	—	—
NA9QEE6W6	CCP_IRS. R USD-LIBOR-BBA 3M CM	PAY 3.47% 2035 JUN 30	—	—
NA9QEE6X4	CCP_IRS._R USD-LIBOR-BBA 3M CM	PAY 3.47% 2035 JUN 30	—	(5,210)
NA9QEE7M7	CCP_IRS. P USD-LIBOR-BBA 3M CM	REC 3.36% 2025 JUN 30	—	5,287

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost of acquisitions	(e) Proceeds of dispositions
NA9QEE7N5	CCP_IRS._P USD-LIBOR-BBA 3M CM	REC 3.36% 2025 JUN 30	—	—
NAB8T2WV6	TURKEY GOVERNMENT INTERNATIONAL	4.875% 04/16/2043	(182,380)	179,000
NABV8NTQ7	REPUBLIC OF PHILIPPINES	3.950% 01/20/2040	(400,000)	437,200
SSBXC8BS2	ATLAS COPCO AB		(332,751)	356,154
SSBXDZ442	ATLAS COPCO AB		(7,967)	8,865

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 21,864,219	January 1, 2010	2	\$ 11,184,159
Shortfall	\$ 28,181,597	January 1, 2011	3	\$ 9,830,285
Shortfall	\$ (3,575,798)	January 1, 2012	4	\$ (956,710)
Shortfall	\$ (23,468,983)	January 1, 2013	5	\$ (5,136,416)
Shortfall	\$ 26,988,576	January 1, 2014	6	\$ 5,080,175
Shortfall	\$ (20,049,893)	January 1, 2015	7	\$ (3,334,360)

Schedule SB Attachment (Form 5500)—2015 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- A change in the salary scale from an age-graded table that ranges from 7.75%-4.00% to an age-graded table that ranges from 6.75%-3.00%.
- A change in the cash balance interest crediting rate from 3.07% in 2014 to 3.36% in 2015. Please note that the underlying assumption methodology did not change and the change in the assumption was strictly due to changes in the economic environment.

These changes were made to better reflect the anticipated plan experience. These assumption changes did not result in a decrease in the funding shortfall of the plan in excess of \$50,000,000 or both 5% of the funding target of the plan and \$5,000,000; as such, approval of the commissioner is not required.