

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 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 2016 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</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.) ☒ 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>MARATHON PETROLEUM RETIREMENT PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>001</u>
		1c	Effective date of plan <u>04/01/1998</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 PETROLEUM COMPANY LP</u> <u>539 SOUTH MAIN STREET, ROOM 3123</u> <u>FINDLAY, OH 45840</u>	2b	Employer Identification Number (EIN) <u>31-1537655</u>
		2c	Plan Sponsor's telephone number <u>419-422-2121</u>
		2d	Business code (see instructions) <u>324110</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	Filed with authorized/valid electronic signature.	10/16/2017	DAVID R. SAUBER
	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 DAVID R. SAUBER 539 SOUTH MAIN STREET FINDLAY, OH 45840	3b Administrator's EIN 34-1861584
	3c Administrator's telephone number 419-422-2121
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 13908
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) 11704
a(2) Total number of active participants at the end of the plan year	6a(2) 11673
b Retired or separated participants receiving benefits.....	6b 983
c Other retired or separated participants entitled to future benefits	6c 1284
d Subtotal. Add lines 6a(2) , 6b , and 6c	6d 13940
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	6e 155
f Total. Add lines 6d and 6e	6f 14095
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 106
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 3F 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)	9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance	(1) ☐ Insurance
(2) ☐ Code section 412(e)(3) insurance contracts	(2) ☐ Code section 412(e)(3) insurance contracts
(3) ☒ Trust	(3) ☒ Trust
(4) ☐ General assets of the sponsor	(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)** ☐ **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)

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 2016 Form M-1 annual report. If the plan was not required to file the 2016 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 _____

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

▶ **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 <u>MARATHON PETROLEUM RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>MARATHON PETROLEUM COMPANY LP</u>	D Employer Identification Number (EIN) <u>31-1537655</u>
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>2016</u>	
2 Assets:	
a Market value	2a <u>1505163904</u>
b Actuarial value	2b <u>1573210236</u>
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.....	<u>1109</u> <u>111779833</u> <u>111779833</u>
b For terminated vested participants.....	<u>1095</u> <u>80905074</u> <u>80905074</u>
c For active participants.....	<u>11704</u> <u>1193217029</u> <u>1236751349</u>
d Total.....	<u>13908</u> <u>1385901936</u> <u>1429436256</u>
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 <u>5.86 %</u>
6 Target normal cost.....	6 <u>80720851</u>

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		<u>10/09/2017</u>
	Signature of actuary	Date
<u>TRISHA L. BOUSSARI</u>	Type or print name of actuary	<u>17-06986</u>
		Most recent enrollment number
<u>AON CONSULTING, INC.</u>	Firm name	<u>847-295-5000</u>
		Telephone number (including area code)
<u>4 OVERLOOK POINT</u> <u>LINCOLNSHIRE, IL 60069</u>	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, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2016
v. 160205

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	226461015
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	108731686
9	Amount remaining (line 7 minus line 8)	0	117729329
10	Interest on line 9 using prior year's actual return of <u>-1.47</u> %	0	-1730621
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		73627653
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>6.05</u> %		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return		-1082326
c	Total available at beginning of current plan year to add to prefunding balance		72545327
d	Portion of (c) to be added to prefunding balance		72545327
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	188544035

Part III		Funding Percentages	
14	Funding target attainment percentage	14	96.86%
15	Adjusted funding target attainment percentage	15	110.05%
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	90.40%
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	
06/12/2017	105000000	0	
06/22/2017	15000000	0	
		Totals ►	18(b) 120000000 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 110514190
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
0	0
(3) 3rd	(4) 4th
0	0

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost		
21	Discount rate:		
a	Segment rates:	<div style="display: flex; justify-content: space-around;"> <div>1st segment: 4.43%</div> <div>2nd segment: 5.91%</div> <div>3rd segment: 6.65%</div> </div>	☐ N/A, full yield curve used
b	Applicable month (enter code)	21b	4
22	Weighted average retirement age	22	59
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	80720851
b	Excess assets, if applicable, but not greater than line 31a	31b	0
32	Amortization installments:	Outstanding Balance	Installment
a	Net shortfall amortization installment	44770055	42270959
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	122991810
		Carryover balance	Prefunding balance
35	Balances elected for use to offset funding requirement	0	106623791
36	Additional cash requirement (line 34 minus line 35)	36	16368019
37	Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	110514190
38	Present value of excess contributions for current year (see instructions)		
a	Total (excess, if any, of line 37 over line 36)	38a	94146171
b	Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	94146171
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 C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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
		2016
		This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning **01/01/2016** and ending **12/31/2016**

A Name of plan MARATHON PETROLEUM RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON PETROLEUM COMPANY LP	D Employer Identification Number (EIN) 31-1537655

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 MASSACHUSETTS FIN. SER. CO (MFS)
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04-2747644

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation DIMENSIONAL FUND ADVISORS LP (DFA)
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30-0447847

(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)

PACIFIC INVESTMENT MANAGEMENT CO.

33-0629048

(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	NONE	707789	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

BARROW HANLEY MEWHINNEY STRAUSS LLC

75-2403190

(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	NONE	567201	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

US STEEL AND CARNEGIE PENSION FUND

25-0851750

(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?
18	NONE	523680	Yes ☒ No ☐	Yes ☐ No ☒	416	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)

HEXAVEST

51-6579174

(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	NONE	475640	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

MORGAN STANLEY INVEST. MGMT LTD

13-0057834

(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	NONE	324883	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

BLACKROCK FINANCIAL MANAGEMENT

13-3806691

(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	NONE	270882	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)

BOSTON TRUST & INV. MGMT CO.

04-2273811

(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	NONE	257133	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

KAYNE ANDERSON RUDNICK

95-4575414

(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	NONE	251329	Yes ☒ No ☐	Yes ☐ No ☒	2301	Yes ☐ No ☒

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

NORTHERN TRUST COMPANY

36-1561860

(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	NONE	219651	Yes ☒ No ☐	Yes ☒ No ☐	0	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)

AON HEWITT

22-2232264

(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?
11	NONE	202361	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MERCER

61-0736136

(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?
17	NONE	178178	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

BLACKROCK

94-3112180

(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	NONE	49627	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
(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.	
(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.	

Part II Service Providers Who Fail or Refuse to Provide Information

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 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2016</div> This Form is Open to Public Inspection.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>MARATHON PETROLEUM RETIREMENT PLAN</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 PETROLEUM COMPANY LP</u>	D Employer Identification Number (EIN) <u>31-1537655</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)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: MARATHON PETROL. MASTER RET. TRUST

b Name of sponsor of entity listed in (a): MARATHON PETROL. GROUP LP

c EIN-PN <u>46-6645355-101</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1387269727</u>
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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)
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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)
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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)
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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)
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For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

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
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>Internal Revenue Service</small> <small>Department of Labor</small> <small>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.	<small>OMB No. 1210-0110</small> 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016		
A Name of plan MARATHON PETROLEUM RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON PETROLEUM COMPANY LP	D Employer Identification Number (EIN) 31-1537655	

Part I	Asset and Liability Statement
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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)	100000000	120000000
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	41	147
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)	56509987	54131111
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)	46495553	35334089
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	1288232245	1387269727
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	17977688	17099424

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	1509215514	1613834498

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1509215514	1613834498
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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)	120000000	
(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)		120000000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	12585	
(B) U.S. Government securities	2b(1)(B)	212852	
(C) Corporate debt instruments	2b(1)(C)	22139126	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	2313063	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		24677626
(2) Dividends: (A) Preferred stock	2b(2)(A)	43444	
(B) Common stock	2b(2)(B)	2280492	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	12634972	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		14958908
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	1960479672	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	1933923637	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		26556035
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	-4701342	
(B) Other	2b(5)(B)	25842106	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		21140764

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		35972579
(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)		12943099
c Other income.....	2c		1135686
d Total income. Add all income amounts in column (b) and enter total.....	2d		257384697

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	145591459	
(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)		145591459
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)	418592	
(2) Contract administrator fees.....	2i(2)	202362	
(3) Investment advisory and management fees.....	2i(3)	3436537	
(4) Other	2i(4)	3116763	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		7174254
j Total expenses. Add all expense amounts in column (b) and enter total	2j		152765713

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		104618984
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: MCCONNELL AND JONES

(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:

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	Amount
4a		X	
4b		X	

		Yes	No	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.)	4c		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.)	4d		X	
e Was this plan covered by a fidelity bond?	4e	X		45000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		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?	4g		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?	4h		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.)	4i	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.)	4j		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?	4k		X	
l Has the plan failed to provide any benefit when due under the plan?	4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		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.	4n			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

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
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 3984241. (See instructions.)

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 sections 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 2016 This Form is Open to Public Inspection.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>MARATHON PETROLEUM RETIREMENT PLAN</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 PETROLEUM COMPANY LP</u>	D Employer Identification Number (EIN) <u>31-1537655</u>

Part I	Distributions
---------------	----------------------

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	
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): _____		
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>376</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.)
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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
-----------------	-------------------

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, see the Instructions for Form 5500.

Schedule R (Form 5500) 2016
v. 160205

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>46</u> % Investment-Grade Debt: <u>36</u> % High-Yield Debt: <u>2</u> % Real Estate: <u>16</u> % Other: <u>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? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No
22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter / / and the serial number .	
22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter / / .	



Independent Auditors' Report

To the Participants and Plan Administrator of
Marathon Petroleum Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Marathon Petroleum Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, 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's Management 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, the net assets available for benefits of the Plan as of December 31, 2016, and the changes in net assets available for benefits for the year then ended, and its financial status as of December 31, 2015 and 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 index 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 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 as a whole.

McConnell & Jones LLP

Houston, Texas
October 16, 2017

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <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.	<small>OMB No. 1210-0110</small> 2016 This Form is Open to Public Inspection
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>		

► **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 MARATHON PETROLEUM RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF MARATHON PETROLEUM COMPANY LP	D Employer Identification Number (EIN) 31-1537655	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B ☐ Other		
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>2016</u>				
2 Assets:				
a Market value.....			2a	1,505,163,904
b Actuarial value			2b	1,573,210,236
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	1,109	111,779,833	111,779,833	
b For terminated vested participants	1,095	80,905,074	80,905,074	
c For active participants	11,704	1,193,217,029	1,236,751,349	
d Total	13,908	1,385,901,936	1,429,436,256	
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	5.86%
6 Target normal cost			6	80,720,851

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	TRISHA L. BOUSSARI	10/09/2017
	Signature of actuary	Date
	TRISHA L. BOUSSARI	1706986
	Type or print name of actuary	Most recent enrollment number
	AON CONSULTING, INC.	847-295-5000
	Firm name	Telephone number (including area code)
4 OVERLOOK POINT		
LINCOLNSHIRE IL 60069		
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, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2016
v. 160205

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	226,461,015
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	108,731,686
9 Amount remaining (line 7 minus line 8).....	0	117,729,329
10 Interest on line 9 using prior year's actual return of <u>-1.47%</u>	0	-1,730,621
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		73,627,653
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>6.05%</u>		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		-1,082,326
c Total available at beginning of current plan year to add to prefunding balance.....		72,545,327
d Portion of (c) to be added to prefunding balance.....		72,545,327
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	188,544,035

Part III Funding Percentages

14 Funding target attainment percentage	14	96.86%
15 Adjusted funding target attainment percentage.....	15	110.05%
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	90.40%
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
06/12/2017	105,000,000	0			
06/22/2017	15,000,000	0			
Totals ▶			18(b)	120,000,000	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	110,514,190

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: 4.43 %	2nd segment: 5.91 %	3rd segment: 6.65 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 59
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	80,720,851	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	44,770,055		42,270,959
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	122,991,810	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	106,623,791	106,623,791
36 Additional cash requirement (line 34 minus line 35)	36	16,368,019	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	110,514,190	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	94,146,171	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	94,146,171	
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)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2016

Date	Amount	Days to Discount to 1/1/2016 at 5.86%	Interest Adjusted Contribution
June 12, 2017	\$ 105,000,000	528	\$ 96,718,713
June 22, 2017	15,000,000	538	13,795,477
Total Contribution	\$ 120,000,000		\$ 110,514,190

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 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.

Retirement Rates—Non-Officers

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	3.00%	1.0000	1.52
51.5	3.00%	0.9700	1.50
52.5	3.00%	0.9409	1.48
53.5	3.00%	0.9127	1.46
54.5	5.00%	0.8853	2.41
55.5	7.00%	0.8410	3.27
56.5	10.00%	0.7822	4.42
57.5	10.00%	0.7039	4.05
58.5	14.00%	0.6335	5.19
59.5	20.00%	0.5449	6.48
60.5	25.00%	0.4359	6.59
61.5	30.00%	0.3269	6.03
62.5	35.00%	0.2288	5.01
63.5	30.00%	0.1487	2.83
64.5	30.00%	0.1041	2.01
65.5	45.00%	0.0729	2.15
66.5	30.00%	0.0401	0.80
67.5	30.00%	0.0281	0.57
68.5	30.00%	0.0196	0.40
69.5	30.00%	0.0137	0.29
70	100.00%	0.0096	0.67
Weighted Average			59.13

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Retirement Rates—Officers

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	3.00%	1.0000	1.52
51.5	3.00%	0.9700	1.50
52.5	3.00%	0.9409	1.48
53.5	3.00%	0.9127	1.46
54.5	5.00%	0.8853	2.41
55.5	7.00%	0.8410	3.27
56.5	10.00%	0.7822	4.42
57.5	10.00%	0.7039	4.05
58.5	14.00%	0.6335	5.19
59.5	20.00%	0.5449	6.48
60.5	25.00%	0.4359	6.59
61.5	30.00%	0.3269	6.03
62.5	35.00%	0.2288	5.01
63.5	30.00%	0.1487	2.83
64.5	30.00%	0.1041	2.01
65.5	100.00%	0.0729	4.77
66.5	100.00%	0.0000	0.00
67.5	100.00%	0.0000	0.00
68.5	100.00%	0.0000	0.00
69.5	100.00%	0.0000	0.00
70	100.00%	0.0000	0.00
Weighted Average			59.02

The total weighted retirement age was determined using the number of active participants in each component plan as the weighting. The final weighted average retirement age for the entire plan is shown below:

$$[(27 \times 59.13) + (11,677 \times 59.02)] / 11,704 = 59.13$$

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 21,461,767	January 1, 2010	1	\$ 21,461,767
Shortfall	\$ 39,018,274	January 1, 2011	2	\$ 19,931,900
Shortfall	\$ (16,482,772)	January 1, 2012	3	\$ (5,734,061)
Shortfall	\$ 53,801,958	January 1, 2013	4	\$ 14,337,259
Shortfall	\$ 37,684,191	January 1, 2014	5	\$ 8,203,970
Shortfall	\$ (42,994,269)	January 1, 2015	6	\$ (8,045,564)
Shortfall	\$ (47,719,093)	January 1, 2016	7	\$ (7,884,312)

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 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 2015), each adjusted as needed to fall within the 25-year average interest rate stabilization corridor
1st Segment Rate	4.43%
2nd Segment Rate	5.91%
3rd Segment Rate	6.65%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2015), without regard to interest rate stabilization.
1st Segment Rate	1.34%
2nd Segment Rate	4.03%
3rd Segment Rate	5.06%
Salary Increases	
Minimum Funding Target Normal Cost	See Table 1.
Maximum Tax Expected Benefit Increase	See Table 1.
Cash Balance Interest Crediting Rate	Interest rate phase-in with an ultimate rate of 3.23%. Rate based on 24-month average of 30-year Treasury rates, using the same lookback period as the Funding Target segment rates, with minimum rate of 3.0%.
Lump Sum Conversion Basis	
417(e) Minimum Basis	The mortality table required under 417(e) for 2016 and the underlying liability interest rates.
Plan Basis	The RP-2000 combined healthy mortality table weighted 75% male/25% female and interest rate phase-in with an ultimate rate of 1.25%. Rate based on 24-month average of PBGC immediate rates, using the same lookback period as the Funding Target segment rates, rounded down to the next 0.25%.
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	96% lump sum. 4% life annuity.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Retirement Age	
Active—Officers	See Table 2.
Active—Non-Officers	See Table 2.
Terminated Vested Participants	Age 59 for those assumed to elect a single life annuity. Immediate payment at termination for those assumed to elect a lump sum.
Mortality Rates	
Healthy and Disabled	2016 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 40% of females have an eligible spouse, and that males are three years older than their spouses.
Valuation Compensation	2015 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.
Valuation of Plan Assets	<p>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.</p> <p>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).</p>

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Expected Return on Assets

2014 Plan Year 7.00%, limited to 6.99%

2015 Plan Year 6.75%

2016 Plan Year 6.50%

Trust Expenses Included in Target Normal Administrative expenses paid during the prior year
Cost (\$4,227,608).

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2016

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Table 1

Salary Merit Increase Rates

Age	Rate	Age	Rate
21	6.25%	46	4.25%
22	6.25%	47	4.25%
23	6.25%	48	4.25%
24	6.25%	49	4.25%
25	6.25%	50	4.25%
26	6.25%	51	3.00%
27	6.25%	52	3.00%
28	6.25%	53	3.00%
29	6.25%	54	3.00%
30	6.25%	55	3.00%
31	6.25%	56	3.00%
32	6.25%	57	3.00%
33	6.25%	58	3.00%
34	6.25%	59	3.00%
35	6.25%	60	3.00%
36	6.25%	61	3.00%
37	6.25%	62	3.00%
38	6.25%	63	3.00%
39	6.25%	64	3.00%
40	6.25%	65+	3.00%
41	5.50%		
42	5.50%		
43	5.50%		
44	5.50%		
45	5.50%		

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Retirement Rates—Non-Officers

Age	Rate
50	3.00%
51	3.00%
52	3.00%
53	3.00%
54	5.00%
55	7.00%
56	10.00%
57	10.00%
58	14.00%
59	20.00%
60	25.00%
61	30.00%
62	35.00%
63	30.00%
64	30.00%
65	45.00%
66	30.00%
67	30.00%
68	30.00%
69	30.00%
70+	100.00%

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Retirement Rates—Officers

Age	Rate
50	3.00%
51	3.00%
52	3.00%
53	3.00%
54	5.00%
55	7.00%
56	10.00%
57	10.00%
58	14.00%
59	20.00%
60	25.00%
61	30.00%
62	35.00%
63	30.00%
64	30.00%
65+	100.00%

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Withdrawal Rates—Male

Age	Years of Service				
	0	1	2-3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	6.00%	4.00%	4.00%	4.00%
22	0.00%	6.00%	4.00%	4.00%	4.00%
23	0.00%	6.00%	4.00%	4.00%	4.00%
24	0.00%	6.00%	4.00%	4.00%	4.00%
25	0.00%	6.00%	4.00%	4.00%	4.00%
26	0.00%	6.00%	4.00%	4.00%	4.00%
27	0.00%	6.00%	4.00%	4.00%	4.00%
28	0.00%	6.00%	4.00%	4.00%	4.00%
29	0.00%	6.00%	4.00%	4.00%	4.00%
30	0.00%	6.00%	4.00%	3.00%	2.50%
31	0.00%	6.00%	4.00%	3.00%	2.50%
32	0.00%	6.00%	4.00%	3.00%	2.50%
33	0.00%	6.00%	4.00%	3.00%	2.50%
34	0.00%	6.00%	4.00%	3.00%	2.50%
35	0.00%	6.00%	4.00%	3.00%	2.50%
36	0.00%	6.00%	4.00%	3.00%	2.50%
37	0.00%	6.00%	4.00%	3.00%	2.50%
38	0.00%	6.00%	4.00%	3.00%	2.50%
39	0.00%	6.00%	4.00%	3.00%	2.50%
40	0.00%	6.00%	4.00%	3.00%	2.00%
41	0.00%	6.00%	4.00%	3.00%	2.00%
42	0.00%	6.00%	4.00%	3.00%	2.00%
43	0.00%	6.00%	4.00%	3.00%	2.00%
44	0.00%	6.00%	4.00%	3.00%	2.00%

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Withdrawal Rates—Male

Age	Years of Service				
	0	1	2-3	4	5+
45	0.00%	6.00%	4.00%	3.00%	2.00%
46	0.00%	6.00%	4.00%	3.00%	2.00%
47	0.00%	6.00%	4.00%	3.00%	2.00%
48	0.00%	6.00%	4.00%	3.00%	2.00%
49	0.00%	6.00%	4.00%	3.00%	2.00%
50	0.00%	6.00%	4.00%	3.00%	2.00%
51	0.00%	6.00%	4.00%	3.00%	2.00%
52	0.00%	6.00%	4.00%	3.00%	2.00%
53	0.00%	6.00%	4.00%	3.00%	2.00%
54	0.00%	6.00%	4.00%	3.00%	2.00%
55+	0.00%	0.00%	0.00%	0.00%	0.00%

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Withdrawal Rates—Female

Age	Years of Service				
	0	1	2-3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	10.00%	6.00%	6.00%	6.00%
22	0.00%	10.00%	6.00%	6.00%	6.00%
23	0.00%	10.00%	6.00%	6.00%	6.00%
24	0.00%	10.00%	6.00%	6.00%	6.00%
25	0.00%	10.00%	6.00%	6.00%	6.00%
26	0.00%	10.00%	6.00%	6.00%	6.00%
27	0.00%	10.00%	6.00%	6.00%	6.00%
28	0.00%	10.00%	6.00%	6.00%	6.00%
29	0.00%	10.00%	6.00%	6.00%	6.00%
30	0.00%	10.00%	6.00%	6.00%	3.50%
31	0.00%	10.00%	6.00%	6.00%	3.50%
32	0.00%	10.00%	6.00%	6.00%	3.50%
33	0.00%	10.00%	6.00%	6.00%	3.50%
34	0.00%	10.00%	6.00%	6.00%	3.50%
35	0.00%	10.00%	6.00%	6.00%	3.00%
36	0.00%	10.00%	6.00%	6.00%	3.00%
37	0.00%	10.00%	6.00%	6.00%	3.00%
38	0.00%	10.00%	6.00%	6.00%	3.00%
39	0.00%	10.00%	6.00%	6.00%	3.00%
40	0.00%	10.00%	6.00%	6.00%	2.50%
41	0.00%	10.00%	6.00%	6.00%	2.50%
42	0.00%	10.00%	6.00%	6.00%	2.50%
43	0.00%	10.00%	6.00%	6.00%	2.50%
44	0.00%	10.00%	6.00%	6.00%	2.50%

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Withdrawal Rates—Female

Age	Years of Service				
	0	1	2-3	4	5+
45	0.00%	10.00%	6.00%	6.00%	2.00%
46	0.00%	10.00%	6.00%	6.00%	2.00%
47	0.00%	10.00%	6.00%	6.00%	2.00%
48	0.00%	10.00%	6.00%	6.00%	2.00%
49	0.00%	10.00%	6.00%	6.00%	2.00%
50	0.00%	10.00%	6.00%	6.00%	2.00%
51	0.00%	10.00%	6.00%	6.00%	2.00%
52	0.00%	10.00%	6.00%	6.00%	2.00%
53	0.00%	10.00%	6.00%	6.00%	2.00%
54	0.00%	10.00%	6.00%	6.00%	2.00%
55+	0.00%	0.00%	0.00%	0.00%	0.00%

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Table 4

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.0432%	0.0432%	40	0.1151%	0.1871%
16	0.0432%	0.0432%	41	0.1295%	0.2159%
17	0.0432%	0.0432%	42	0.1439%	0.2446%
18	0.0432%	0.0432%	43	0.1727%	0.2734%
19	0.0432%	0.0432%	44	0.2015%	0.3166%
20	0.0432%	0.0432%	45	0.2302%	0.3454%
21	0.0432%	0.0432%	46	0.2590%	0.3885%
22	0.0432%	0.0432%	47	0.3022%	0.4317%
23	0.0432%	0.0432%	48	0.3598%	0.4749%
24	0.0432%	0.0432%	49	0.4029%	0.5180%
25	0.0432%	0.0432%	50	0.4749%	0.5756%
26	0.0432%	0.0432%	51	0.5612%	0.6332%
27	0.0432%	0.0432%	52	0.6619%	0.7051%
28	0.0432%	0.0576%	53	0.7627%	0.7771%
29	0.0432%	0.0576%	54	0.8778%	0.8490%
30	0.0432%	0.0576%	55	0.9929%	0.9210%
31	0.0432%	0.0720%	56	1.1080%	0.9929%
32	0.0432%	0.0720%	57	1.2375%	1.0649%
33	0.0432%	0.0863%	58	1.3671%	1.1512%
34	0.0432%	0.0863%	59	1.5110%	1.2232%
35	0.0576%	0.1007%	60	1.6549%	1.2951%
36	0.0576%	0.1151%	61	1.8131%	1.3814%
37	0.0720%	0.1295%	62	1.9858%	1.4534%
38	0.0863%	0.1439%	63	2.1729%	1.5110%
39	0.1007%	0.1727%	64	2.3600%	1.5685%
			65+	0.0000%	0.0000%

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Schedule SB, Part V—Summary of Plan Provisions

Effective Date	<p>The Marathon Petroleum Company LLC Retirement Plan was established in 1988. Effective January 1, 1999, the Petroleum Marketing Retirement Plan (the "PMRP") and the Ashland Inc. and Affiliates Retirement Plan, applicable to Oil Chemical and Atomic Workers International Union Locals No. 3-214 Catlettsburg, Kentucky and 3-505 Catlettsburg, Kentucky (the "P.A.C.E." Plan) were merged into this plan. Effective September 1, 1999, the Northwestern Refinery Pension Plan for Hourly Employees was merged into this Plan. The Plan is comprised of various Sub-Plans: Refining, Marketing, and Transportation ("RMT") Sub-Plan; Retail Sub Plan; Catlettsburg Refining Sub-Plan; and Northwestern Refinery Sub-Plan.</p> <p>Effective June 30, 2007, the Retail Sub-Plan was spun off from the Marathon Petroleum Company LLC Retirement Plan, and the new Speedway SuperAmerica LLC Retirement Plan was established.</p> <p>Effective October 1, 2010, the plan name was changed to the Marathon Petroleum Retirement Plan.</p> <p>Plan amendments adopted or effective by January 1, 2016 are reflected in this valuation.</p>
Plan Status	Open to new participants meeting eligibility requirements.
Definitions	
Plan Year	January 1 to December 31.
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.
Average Monthly Compensation	Average monthly compensation in the 36 highest consecutive calendar months during the last 10 years of participation.

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Social Security Benefit

Estimated Social Security benefit assuming no future earnings after termination. Calculated at age 62 for retirement eligible employees, otherwise age 65.

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 and on December 31, 2012 for all other participants.

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 greater of 3.0% and the average of the 30-year Treasury rate for August, September, and October of the prior plan year.

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Actuarial Equivalence

Conversion of Frozen Service Benefit
to Lump Sum

The current interest rate assumption and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

The current interest rate assumption is the lesser of the following annuity rates:

- (1) The simple average (rounded to the nearest one quarter of 1%) 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.

Effective January 1, 2013, the year-over-year increase in the interest rate will be limited to a certain percentage that varies based on the rate for the current year, as follows:

Rate for Current Year Before Adjustment	Maximum Annual Percentage Increase
0.25%–3.00%	0.25%
3.25%–5.00%	0.50%
5.25% or greater	0.75%

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.

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. All optional forms are adjusted to be actuarially equivalent to the life annuity.

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Refining, Marketing & Transportation (“RMT”) Sub-Plan

Eligibility for Participation

Generally, any regular employee of Marathon Petroleum Corporation, Marathon Petroleum Company LP, Marathon Petroleum Service Company, Marathon Pipe Line LLC, Catlettsburg Refining LLC, Marathon Petroleum Logistics Services LLC (MPLS), MW Logistics Services LLC, Blanchard Refining Company LLC, Speedway LLC and Speedway Prepaid Card LLC may participate under the provisions of this Sub-Plan. Eligibility excludes: collectively bargained employees where the bargaining agreement does not provide for participation; leased employees; employees participating in a multi-employer plan; independent contractors; employees subject to labor agreement which expressly excludes participation; employees of Speedway LLC or Speedway Prepaid Card LLC regularly classified as salary grade 11 or below.

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.

Frozen service benefit will be offset by any Ashland Pension Plan benefit or Marathon Oil Company Pension benefit accrued upon transfer to MPC. Such offset will only be applied to those employees whose benefits, liabilities, and assets were not transferred to MPC in 1998. In addition, benefit will be offset by any benefit payable by the Catlettsburg Refining LLC Sub Plan or the Northwestern Refinery Sub-Plan.

For employees whose benefits, liabilities, and assets were transferred to MPC, the frozen service benefit will be no less than the benefit accrued at the date of transfer.

For the Maleic/Neal employees who entered the plan on July 1, 2005, the frozen service benefit is the greater of the plan benefit based on service earned after July 1, 2005 and the plan benefit based on all service offset by the Ashland Retirement Plan benefit. The December 31, 2009 service and December 31, 2012 pay freeze apply.

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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 or age 65.

Benefit

Frozen service benefit payable at age 65 (actuarially reduced for early commencement) plus cash balance account.

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.

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.

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Catlettsburg Refining Sub-Plan

Eligibility for Participation

Effective January 1, 2000, the Ashland Inc. and Affiliates Retirement Plan, applicable to Oil, Chemical, and Atomic Workers International Union Locals No. 3-214 Catlettsburg, Kentucky and 3-505 Catlettsburg, Kentucky (the "P.A.C.E." Plan) was merged into the Marathon Petroleum Company LLC Retirement Plan. Effective September 30, 1998, the provisions applicable to Catlettsburg employees were frozen and incorporated into the Plan under the Catlettsburg Refining Sub Plan. The provisions as summarized are applicable only to those employees who were members of the Catlettsburg Refining Sub-Plan on September 30, 1998 and January 1, 1999.

Normal Retirement
Eligibility

Age 65.

Benefit

Annual benefit payable to a member upon normal retirement is equal to the greatest of (1), (2), and (3):

- (1) \$21.78 times credited service prior to October 1, 1989, plus, for each year of credited service after September 30, 1989, the sum of 1.83% of annual compensation which is at a rate not in excess of \$6,600 and 2.25% of annual compensation which is at a rate in excess of \$6,600.
- (2) \$168 times continuous service adjusted for benefits which would have accrued in the event the member did not participate when first eligible.
- (3) 1.25% of final average pay times credited service prior to February 1, 1993, plus 1.35% of final average pay times credited service on or after February 1, 1993 (maximum credited service is 35 years).

All service for benefit accrual purposes is frozen as of September 30, 1998.

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Early Retirement
Eligibility

Age 55, or any age where attained age and continuous service totals at least 80.

Benefit

Accrued benefit payable at early retirement age reduced according to the following schedule:

Age	Early Retirement Factor	Age	Early Retirement Factor
50	46%	58	88%
51	51%	59	91%
52	56%	60	94%
53	62%	61	97%
54	68%	62	100%
55	75%	63	100%
56	80%	64	100%
57	84%	65	100%

Vested Termination Benefits
Eligibility

Five years of vesting service, effective for members with one or more hours of service after September 30, 1989.

Benefit

Accrued benefit payable at age 65. Payment may commence as early as age 55, subject to a reduction of 6% per year from age 65 to 60 and 4% per year from age 60 to age 55. Member may elect a refund of his contributions with interest in lieu of accrued allowance.

Preretirement Death Benefit
Eligibility

Death in active service after becoming eligible for early retirement or vesting.

Benefit

50% of the benefit which the member would have been entitled to receive as a vested terminated or retired employee under a 50% joint and survivorship benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

50% of the benefit to which the member was entitled as a vested terminated employee under a 50% joint and survivor benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

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Normal Form of Annuity

Without Spouse

Life annuity.

With Spouse

Reduced joint and survivor annuity. 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; 120 months certain and life annuity; joint and survivor annuity (50%, 66⅔%, or 100%). All optional forms are adjusted to be actuarially equivalent to the life annuity.

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Northwestern Refinery

Eligibility for Participation

The Northwestern Refinery Company Pension Plan for Hourly Employees was established in 1963. Effective September 1, 1999, the plan was frozen and merged into the Marathon Petroleum Company LLC Retirement Plan. The provisions as summarized are applicable only to those employees who were members of the Northwestern Refinery Company Pension Plan for Hourly Employees on August 31, 1999.

Normal Retirement

Eligibility

Age 65.

Benefit

Annual benefit payable to a member upon normal retirement is equal to (1) plus the larger of (2) and (3):

- (1) For members who are in Local No. 120 and affiliated with Teamsters Council No. 32, \$312 (\$372 effective June 1, 1999, \$384 effective June 1, 2000, \$396 effective June 1, 2001, \$444 effective June 1, 2002, \$456 effective June 1, 2003, \$468 effective June 1, 2004, \$480 effective June 1, 2005) multiplied by years of service before February 1, 1987.
- (2) A career average benefit equal to the sum of 1½% of annual compensation which is at a rate not in excess of \$12,000 plus 2¼% of annual compensation which is at a rate in excess of \$12,000 for each year of service after January 31, 1987.
- (3) 1% of final average compensation not in excess of \$9,000 plus 1½% of final average compensation in excess of \$9,000, all multiplied by years of service after January 31, 1987 (up to a maximum of 35 years).

All service for benefit accrual purposes is frozen as of August 31, 1999.

Early Retirement

Eligibility

Age 55, or any age where attained age and continuous service totals at least 80. Members on January 31, 1987 are entitled to benefits earned as of that date, upon attainment of age 50 and completion of 15 years of vesting service.

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Benefit

Accrued benefit payable at early retirement age reduced according to the following schedule:

Age	Early Retirement Factor	For Pre-1/31/1987 Benefits	Age	Early Retirement Factor
50	46%	32.2%	58	88%
51	51%	34.3%	59	91%
52	56%	36.6%	60	94%
53	62%	39.1%	61	97%
54	68%	41.8%	62	100%
55	75%		63	100%
56	80%		64	100%
57	84%		65	100%

Vested Termination Benefits
Eligibility

Five years of vesting service.

Benefit

Accrued benefit payable at age 65. Payment may commence as early as age 55, subject to a reduction of 6% per year from age 65 to 60 and 4% per year from age 60 to age 55.

Preretirement Death Benefit
Eligibility

Death in active service after becoming eligible for early retirement or vesting.

Benefit

50% of the benefit which the member would have been entitled to receive as a vested terminated or retired employee under a 50% joint and survivorship benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

50% of the benefit to which the member was entitled as a vested terminated employee under a 50% joint and survivor benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

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Normal Form of Annuity

Without Spouse

Life annuity.

With Spouse

Reduced joint and survivor annuity. 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; 120 months or more certain and life annuity; joint and survivor annuity (50%, 66⅔%, or 100%). All optional forms are adjusted to be actuarially equivalent to the life annuity.

Plan Changes Since the Prior Year

The January 1, 2016 valuations reflect the following plan changes:

- An update to the mortality and interest rates for determining minimum lump sum payments under IRC section 417(e)(3) to the applicable rates for the current plan year.
- Retirement for key officers is now mandatory at age 65.
- Student interns will be allowed into the plan as of January 1, 2016 with no prior service.
- Effective for commencement dates on and after January 1, 2016, the Catlettsburg and Northwestern Refinery sub-plans amended the definition of Actuarial Equivalence used for determining optional forms of annuity payments. The basis changed to match that used for the other sub-plans (a 7% interest rate and the RP-2000 Combined Healthy mortality table weighted 75% male and 25% female).

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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.

The name of the enrolled actuary changed from Trisha L. Trembl to Trisha L. Boussari; however, the enrolled actuary remains the same person and has not changed.

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Schedule SB, line 24—Change in Actuarial Assumptions

The following change in assumptions was made for the plan year:

- A change in the expected long-term rate of return on plan assets from 6.75% to 6.50%.

This change was made to better reflect the anticipated future experience. This assumption change 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.

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Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2016

Number of Participants, Average Compensation and Average Cash Balance Account

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	234	238	2							
	\$68,241	\$86,960								
	\$1,550	\$10,317								
25-29	343	642	257	7						
	\$70,186	\$94,639	\$112,259							
	\$1,002	\$16,601	\$36,202							
30-34	350	500	562	246	4					
	\$79,907	\$97,682	\$110,766	\$128,802						
	\$813	\$17,342	\$37,606	\$44,671						
35-39	275	363	458	300	190	7				
	\$86,604	\$109,449	\$112,447	\$135,477	\$140,499					
	\$674	\$19,441	\$37,486	\$47,400	\$54,688					
40-44	260	233	374	228	219	76	12			
	\$92,097	\$111,838	\$111,780	\$125,917	\$142,709	\$156,576				
	\$548	\$20,014	\$38,090	\$48,038	\$60,994	\$64,325				
45-49	220	214	307	198	220	118	263	15		
	\$91,411	\$110,767	\$116,912	\$126,285	\$134,916	\$142,204	\$167,540			
	\$549	\$21,473	\$45,424	\$52,992	\$59,315	\$65,617	\$81,970			
50-54	181	127	236	147	164	69	313	215	43	
	\$91,310	\$108,899	\$114,563	\$122,698	\$125,051	\$135,240	\$151,833	\$155,923	\$118,540	
	\$1,407	\$25,449	\$47,112	\$55,834	\$57,617	\$64,739	\$79,479	\$83,808	\$68,557	
55-59	167	77	158	135	122	61	187	215	347	47
	\$96,935	\$114,656	\$112,274	\$118,946	\$113,617	\$131,073	\$138,712	\$147,451	\$156,774	\$126,271
	\$494	\$25,348	\$46,048	\$55,083	\$56,890	\$65,943	\$64,545	\$75,740	\$86,415	\$73,198
60-64	76	43	97	50	51	35	55	57	113	58
	\$92,782	\$93,907	\$103,386	\$112,570	\$120,517	\$112,215	\$131,807	\$123,056	\$148,043	\$128,144
	\$161	\$22,120	\$41,833	\$54,261	\$68,254	\$61,376	\$64,534	\$55,057	\$76,536	\$69,477
65-69	25	4	19	10	5	1	10	9	16	16
	\$95,601									
	\$235									
70+	1						2	2	1	2

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Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2016

Date	Amount	Days to Discount to 1/1/2016 at 5.86%	Interest Adjusted Contribution
June 12, 2017	\$ 105,000,000	528	\$ 96,718,713
June 22, 2017	15,000,000	538	13,795,477
Total Contribution	\$ 120,000,000		\$ 110,514,190

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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.

Retirement Rates—Non-Officers

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	3.00%	1.0000	1.52
51.5	3.00%	0.9700	1.50
52.5	3.00%	0.9409	1.48
53.5	3.00%	0.9127	1.46
54.5	5.00%	0.8853	2.41
55.5	7.00%	0.8410	3.27
56.5	10.00%	0.7822	4.42
57.5	10.00%	0.7039	4.05
58.5	14.00%	0.6335	5.19
59.5	20.00%	0.5449	6.48
60.5	25.00%	0.4359	6.59
61.5	30.00%	0.3269	6.03
62.5	35.00%	0.2288	5.01
63.5	30.00%	0.1487	2.83
64.5	30.00%	0.1041	2.01
65.5	45.00%	0.0729	2.15
66.5	30.00%	0.0401	0.80
67.5	30.00%	0.0281	0.57
68.5	30.00%	0.0196	0.40
69.5	30.00%	0.0137	0.29
70	100.00%	0.0096	0.67
Weighted Average			59.13

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Retirement Rates—Officers

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	3.00%	1.0000	1.52
51.5	3.00%	0.9700	1.50
52.5	3.00%	0.9409	1.48
53.5	3.00%	0.9127	1.46
54.5	5.00%	0.8853	2.41
55.5	7.00%	0.8410	3.27
56.5	10.00%	0.7822	4.42
57.5	10.00%	0.7039	4.05
58.5	14.00%	0.6335	5.19
59.5	20.00%	0.5449	6.48
60.5	25.00%	0.4359	6.59
61.5	30.00%	0.3269	6.03
62.5	35.00%	0.2288	5.01
63.5	30.00%	0.1487	2.83
64.5	30.00%	0.1041	2.01
65.5	100.00%	0.0729	4.77
66.5	100.00%	0.0000	0.00
67.5	100.00%	0.0000	0.00
68.5	100.00%	0.0000	0.00
69.5	100.00%	0.0000	0.00
70	100.00%	0.0000	0.00
Weighted Average			59.02

The total weighted retirement age was determined using the number of active participants in each component plan as the weighting. The final weighted average retirement age for the entire plan is shown below:

$$[(27 \times 59.13) + (11,677 \times 59.02)] / 11,704 = 59.13$$

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Marathon Petroleum Retirement Plan
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Schedule SB, line 24—Change in Actuarial Assumptions

The following change in assumptions was made for the plan year:

- A change in the expected long-term rate of return on plan assets from 6.75% to 6.50%.

This change was made to better reflect the anticipated future experience. This assumption change 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)—2016 Plan Year
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Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2016

Number of Participants, Average Compensation and Average Cash Balance Account

Attained Age	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	234	238	2							
	\$68,241	\$86,960								
	\$1,550	\$10,317								
25-29	343	642	257	7						
	\$70,186	\$94,639	\$112,259							
	\$1,002	\$16,601	\$36,202							
30-34	350	500	562	246	4					
	\$79,907	\$97,682	\$110,766	\$128,802						
	\$813	\$17,342	\$37,606	\$44,671						
35-39	275	363	458	300	190	7				
	\$86,604	\$109,449	\$112,447	\$135,477	\$140,499					
	\$674	\$19,441	\$37,486	\$47,400	\$54,688					
40-44	260	233	374	228	219	76	12			
	\$92,097	\$111,838	\$111,780	\$125,917	\$142,709	\$156,576				
	\$548	\$20,014	\$38,090	\$48,038	\$60,994	\$64,325				
45-49	220	214	307	198	220	118	263	15		
	\$91,411	\$110,767	\$116,912	\$126,285	\$134,916	\$142,204	\$167,540			
	\$549	\$21,473	\$45,424	\$52,992	\$59,315	\$65,617	\$81,970			
50-54	181	127	236	147	164	69	313	215	43	
	\$91,310	\$108,899	\$114,563	\$122,698	\$125,051	\$135,240	\$151,833	\$155,923	\$118,540	
	\$1,407	\$25,449	\$47,112	\$55,834	\$57,617	\$64,739	\$79,479	\$83,808	\$68,557	
55-59	167	77	158	135	122	61	187	215	347	47
	\$96,935	\$114,656	\$112,274	\$118,946	\$113,617	\$131,073	\$138,712	\$147,451	\$156,774	\$126,271
	\$494	\$25,348	\$46,048	\$55,083	\$56,890	\$65,943	\$64,545	\$75,740	\$86,415	\$73,198
60-64	76	43	97	50	51	35	55	57	113	58
	\$92,782	\$93,907	\$103,386	\$112,570	\$120,517	\$112,215	\$131,807	\$123,056	\$148,043	\$128,144
	\$161	\$22,120	\$41,833	\$54,261	\$68,254	\$61,376	\$64,534	\$55,057	\$76,536	\$69,477
65-69	25	4	19	10	5	1	10	9	16	16
	\$95,601									
	\$235									
70+	1						2	2	1	2

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Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 21,461,767	January 1, 2010	1	\$ 21,461,767
Shortfall	\$ 39,018,274	January 1, 2011	2	\$ 19,931,900
Shortfall	\$ (16,482,772)	January 1, 2012	3	\$ (5,734,061)
Shortfall	\$ 53,801,958	January 1, 2013	4	\$ 14,337,259
Shortfall	\$ 37,684,191	January 1, 2014	5	\$ 8,203,970
Shortfall	\$ (42,994,269)	January 1, 2015	6	\$ (8,045,564)
Shortfall	\$ (47,719,093)	January 1, 2016	7	\$ (7,884,312)

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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 2015), each adjusted as needed to fall within the 25-year average interest rate stabilization corridor
1st Segment Rate	4.43%
2nd Segment Rate	5.91%
3rd Segment Rate	6.65%
Interest Rates for Maximum Tax Purposes	Based on segment rates with a four-month lookback (as of September 2015), without regard to interest rate stabilization.
1st Segment Rate	1.34%
2nd Segment Rate	4.03%
3rd Segment Rate	5.06%
Salary Increases	
Minimum Funding Target Normal Cost	See Table 1.
Maximum Tax Expected Benefit Increase	See Table 1.
Cash Balance Interest Crediting Rate	Interest rate phase-in with an ultimate rate of 3.23%. Rate based on 24-month average of 30-year Treasury rates, using the same lookback period as the Funding Target segment rates, with minimum rate of 3.0%.
Lump Sum Conversion Basis	
417(e) Minimum Basis	The mortality table required under 417(e) for 2016 and the underlying liability interest rates.
Plan Basis	The RP-2000 combined healthy mortality table weighted 75% male/25% female and interest rate phase-in with an ultimate rate of 1.25%. Rate based on 24-month average of PBGC immediate rates, using the same lookback period as the Funding Target segment rates, rounded down to the next 0.25%.
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	96% lump sum. 4% life annuity.

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Retirement Age	
Active—Officers	See Table 2.
Active—Non-Officers	See Table 2.
Terminated Vested Participants	Age 59 for those assumed to elect a single life annuity. Immediate payment at termination for those assumed to elect a lump sum.
Mortality Rates	
Healthy and Disabled	2016 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 40% of females have an eligible spouse, and that males are three years older than their spouses.
Valuation Compensation	2015 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.
Valuation of Plan Assets	<p>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.</p> <p>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).</p>

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Expected Return on Assets

2014 Plan Year 7.00%, limited to 6.99%

2015 Plan Year 6.75%

2016 Plan Year 6.50%

Trust Expenses Included in Target Normal Administrative expenses paid during the prior year
Cost (\$4,227,608).

Actuarial Method

Standard unit credit cost method

Valuation Date

January 1, 2016

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Table 1

Salary Merit Increase Rates

Age	Rate	Age	Rate
21	6.25%	46	4.25%
22	6.25%	47	4.25%
23	6.25%	48	4.25%
24	6.25%	49	4.25%
25	6.25%	50	4.25%
26	6.25%	51	3.00%
27	6.25%	52	3.00%
28	6.25%	53	3.00%
29	6.25%	54	3.00%
30	6.25%	55	3.00%
31	6.25%	56	3.00%
32	6.25%	57	3.00%
33	6.25%	58	3.00%
34	6.25%	59	3.00%
35	6.25%	60	3.00%
36	6.25%	61	3.00%
37	6.25%	62	3.00%
38	6.25%	63	3.00%
39	6.25%	64	3.00%
40	6.25%	65+	3.00%
41	5.50%		
42	5.50%		
43	5.50%		
44	5.50%		
45	5.50%		

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Retirement Rates—Non-Officers

Age	Rate
50	3.00%
51	3.00%
52	3.00%
53	3.00%
54	5.00%
55	7.00%
56	10.00%
57	10.00%
58	14.00%
59	20.00%
60	25.00%
61	30.00%
62	35.00%
63	30.00%
64	30.00%
65	45.00%
66	30.00%
67	30.00%
68	30.00%
69	30.00%
70+	100.00%

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Retirement Rates—Officers

Age	Rate
50	3.00%
51	3.00%
52	3.00%
53	3.00%
54	5.00%
55	7.00%
56	10.00%
57	10.00%
58	14.00%
59	20.00%
60	25.00%
61	30.00%
62	35.00%
63	30.00%
64	30.00%
65+	100.00%

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Withdrawal Rates—Male

Age	Years of Service				
	0	1	2-3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	6.00%	4.00%	4.00%	4.00%
22	0.00%	6.00%	4.00%	4.00%	4.00%
23	0.00%	6.00%	4.00%	4.00%	4.00%
24	0.00%	6.00%	4.00%	4.00%	4.00%
25	0.00%	6.00%	4.00%	4.00%	4.00%
26	0.00%	6.00%	4.00%	4.00%	4.00%
27	0.00%	6.00%	4.00%	4.00%	4.00%
28	0.00%	6.00%	4.00%	4.00%	4.00%
29	0.00%	6.00%	4.00%	4.00%	4.00%
30	0.00%	6.00%	4.00%	3.00%	2.50%
31	0.00%	6.00%	4.00%	3.00%	2.50%
32	0.00%	6.00%	4.00%	3.00%	2.50%
33	0.00%	6.00%	4.00%	3.00%	2.50%
34	0.00%	6.00%	4.00%	3.00%	2.50%
35	0.00%	6.00%	4.00%	3.00%	2.50%
36	0.00%	6.00%	4.00%	3.00%	2.50%
37	0.00%	6.00%	4.00%	3.00%	2.50%
38	0.00%	6.00%	4.00%	3.00%	2.50%
39	0.00%	6.00%	4.00%	3.00%	2.50%
40	0.00%	6.00%	4.00%	3.00%	2.00%
41	0.00%	6.00%	4.00%	3.00%	2.00%
42	0.00%	6.00%	4.00%	3.00%	2.00%
43	0.00%	6.00%	4.00%	3.00%	2.00%
44	0.00%	6.00%	4.00%	3.00%	2.00%

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Withdrawal Rates—Male

Age	Years of Service				
	0	1	2-3	4	5+
45	0.00%	6.00%	4.00%	3.00%	2.00%
46	0.00%	6.00%	4.00%	3.00%	2.00%
47	0.00%	6.00%	4.00%	3.00%	2.00%
48	0.00%	6.00%	4.00%	3.00%	2.00%
49	0.00%	6.00%	4.00%	3.00%	2.00%
50	0.00%	6.00%	4.00%	3.00%	2.00%
51	0.00%	6.00%	4.00%	3.00%	2.00%
52	0.00%	6.00%	4.00%	3.00%	2.00%
53	0.00%	6.00%	4.00%	3.00%	2.00%
54	0.00%	6.00%	4.00%	3.00%	2.00%
55+	0.00%	0.00%	0.00%	0.00%	0.00%

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Withdrawal Rates—Female

Age	Years of Service				
	0	1	2-3	4	5+
15	0.00%	0.00%	0.00%	0.00%	0.00%
16	0.00%	0.00%	0.00%	0.00%	0.00%
17	0.00%	0.00%	0.00%	0.00%	0.00%
18	0.00%	0.00%	0.00%	0.00%	0.00%
19	0.00%	0.00%	0.00%	0.00%	0.00%
20	0.00%	0.00%	0.00%	0.00%	0.00%
21	0.00%	10.00%	6.00%	6.00%	6.00%
22	0.00%	10.00%	6.00%	6.00%	6.00%
23	0.00%	10.00%	6.00%	6.00%	6.00%
24	0.00%	10.00%	6.00%	6.00%	6.00%
25	0.00%	10.00%	6.00%	6.00%	6.00%
26	0.00%	10.00%	6.00%	6.00%	6.00%
27	0.00%	10.00%	6.00%	6.00%	6.00%
28	0.00%	10.00%	6.00%	6.00%	6.00%
29	0.00%	10.00%	6.00%	6.00%	6.00%
30	0.00%	10.00%	6.00%	6.00%	3.50%
31	0.00%	10.00%	6.00%	6.00%	3.50%
32	0.00%	10.00%	6.00%	6.00%	3.50%
33	0.00%	10.00%	6.00%	6.00%	3.50%
34	0.00%	10.00%	6.00%	6.00%	3.50%
35	0.00%	10.00%	6.00%	6.00%	3.00%
36	0.00%	10.00%	6.00%	6.00%	3.00%
37	0.00%	10.00%	6.00%	6.00%	3.00%
38	0.00%	10.00%	6.00%	6.00%	3.00%
39	0.00%	10.00%	6.00%	6.00%	3.00%
40	0.00%	10.00%	6.00%	6.00%	2.50%
41	0.00%	10.00%	6.00%	6.00%	2.50%
42	0.00%	10.00%	6.00%	6.00%	2.50%
43	0.00%	10.00%	6.00%	6.00%	2.50%
44	0.00%	10.00%	6.00%	6.00%	2.50%

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Table 3—Page 4 of 4

Withdrawal Rates—Female

Age	Years of Service				
	0	1	2-3	4	5+
45	0.00%	10.00%	6.00%	6.00%	2.00%
46	0.00%	10.00%	6.00%	6.00%	2.00%
47	0.00%	10.00%	6.00%	6.00%	2.00%
48	0.00%	10.00%	6.00%	6.00%	2.00%
49	0.00%	10.00%	6.00%	6.00%	2.00%
50	0.00%	10.00%	6.00%	6.00%	2.00%
51	0.00%	10.00%	6.00%	6.00%	2.00%
52	0.00%	10.00%	6.00%	6.00%	2.00%
53	0.00%	10.00%	6.00%	6.00%	2.00%
54	0.00%	10.00%	6.00%	6.00%	2.00%
55+	0.00%	0.00%	0.00%	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Table 4

Disability Rates

Age	Male	Female	Age	Male	Female
15	0.0432%	0.0432%	40	0.1151%	0.1871%
16	0.0432%	0.0432%	41	0.1295%	0.2159%
17	0.0432%	0.0432%	42	0.1439%	0.2446%
18	0.0432%	0.0432%	43	0.1727%	0.2734%
19	0.0432%	0.0432%	44	0.2015%	0.3166%
20	0.0432%	0.0432%	45	0.2302%	0.3454%
21	0.0432%	0.0432%	46	0.2590%	0.3885%
22	0.0432%	0.0432%	47	0.3022%	0.4317%
23	0.0432%	0.0432%	48	0.3598%	0.4749%
24	0.0432%	0.0432%	49	0.4029%	0.5180%
25	0.0432%	0.0432%	50	0.4749%	0.5756%
26	0.0432%	0.0432%	51	0.5612%	0.6332%
27	0.0432%	0.0432%	52	0.6619%	0.7051%
28	0.0432%	0.0576%	53	0.7627%	0.7771%
29	0.0432%	0.0576%	54	0.8778%	0.8490%
30	0.0432%	0.0576%	55	0.9929%	0.9210%
31	0.0432%	0.0720%	56	1.1080%	0.9929%
32	0.0432%	0.0720%	57	1.2375%	1.0649%
33	0.0432%	0.0863%	58	1.3671%	1.1512%
34	0.0432%	0.0863%	59	1.5110%	1.2232%
35	0.0576%	0.1007%	60	1.6549%	1.2951%
36	0.0576%	0.1151%	61	1.8131%	1.3814%
37	0.0720%	0.1295%	62	1.9858%	1.4534%
38	0.0863%	0.1439%	63	2.1729%	1.5110%
39	0.1007%	0.1727%	64	2.3600%	1.5685%
			65+	0.0000%	0.0000%

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Schedule SB, Part V—Summary of Plan Provisions

Effective Date	<p>The Marathon Petroleum Company LLC Retirement Plan was established in 1988. Effective January 1, 1999, the Petroleum Marketing Retirement Plan (the "PMRP") and the Ashland Inc. and Affiliates Retirement Plan, applicable to Oil Chemical and Atomic Workers International Union Locals No. 3-214 Catlettsburg, Kentucky and 3-505 Catlettsburg, Kentucky (the "P.A.C.E." Plan) were merged into this plan. Effective September 1, 1999, the Northwestern Refinery Pension Plan for Hourly Employees was merged into this Plan. The Plan is comprised of various Sub-Plans: Refining, Marketing, and Transportation ("RMT") Sub-Plan; Retail Sub Plan; Catlettsburg Refining Sub-Plan; and Northwestern Refinery Sub-Plan.</p> <p>Effective June 30, 2007, the Retail Sub-Plan was spun off from the Marathon Petroleum Company LLC Retirement Plan, and the new Speedway SuperAmerica LLC Retirement Plan was established.</p> <p>Effective October 1, 2010, the plan name was changed to the Marathon Petroleum Retirement Plan.</p> <p>Plan amendments adopted or effective by January 1, 2016 are reflected in this valuation.</p>
Plan Status	Open to new participants meeting eligibility requirements.
Definitions	
Plan Year	January 1 to December 31.
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.
Average Monthly Compensation	Average monthly compensation in the 36 highest consecutive calendar months during the last 10 years of participation.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
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Social Security Benefit

Estimated Social Security benefit assuming no future earnings after termination. Calculated at age 62 for retirement eligible employees, otherwise age 65.

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 and on December 31, 2012 for all other participants.

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 greater of 3.0% and the average of the 30-year Treasury rate for August, September, and October of the prior plan year.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Actuarial Equivalence

Conversion of Frozen Service Benefit
to Lump Sum

The current interest rate assumption and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

The current interest rate assumption is the lesser of the following annuity rates:

- (1) The simple average (rounded to the nearest one quarter of 1%) 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.

Effective January 1, 2013, the year-over-year increase in the interest rate will be limited to a certain percentage that varies based on the rate for the current year, as follows:

Rate for Current Year Before Adjustment	Maximum Annual Percentage Increase
0.25%–3.00%	0.25%
3.25%–5.00%	0.50%
5.25% or greater	0.75%

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.

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. All optional forms are adjusted to be actuarially equivalent to the life annuity.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Refining, Marketing & Transportation (“RMT”) Sub-Plan

Eligibility for Participation

Generally, any regular employee of Marathon Petroleum Corporation, Marathon Petroleum Company LP, Marathon Petroleum Service Company, Marathon Pipe Line LLC, Catlettsburg Refining LLC, Marathon Petroleum Logistics Services LLC (MPLS), MW Logistics Services LLC, Blanchard Refining Company LLC, Speedway LLC and Speedway Prepaid Card LLC may participate under the provisions of this Sub-Plan. Eligibility excludes: collectively bargained employees where the bargaining agreement does not provide for participation; leased employees; employees participating in a multi-employer plan; independent contractors; employees subject to labor agreement which expressly excludes participation; employees of Speedway LLC or Speedway Prepaid Card LLC regularly classified as salary grade 11 or below.

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.

Frozen service benefit will be offset by any Ashland Pension Plan benefit or Marathon Oil Company Pension benefit accrued upon transfer to MPC. Such offset will only be applied to those employees whose benefits, liabilities, and assets were not transferred to MPC in 1998. In addition, benefit will be offset by any benefit payable by the Catlettsburg Refining LLC Sub Plan or the Northwestern Refinery Sub-Plan.

For employees whose benefits, liabilities, and assets were transferred to MPC, the frozen service benefit will be no less than the benefit accrued at the date of transfer.

For the Maleic/Neal employees who entered the plan on July 1, 2005, the frozen service benefit is the greater of the plan benefit based on service earned after July 1, 2005 and the plan benefit based on all service offset by the Ashland Retirement Plan benefit. The December 31, 2009 service and December 31, 2012 pay freeze apply.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
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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 or age 65.

Benefit

Frozen service benefit payable at age 65 (actuarially reduced for early commencement) plus cash balance account.

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.

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.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
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Catlettsburg Refining Sub-Plan

Eligibility for Participation

Effective January 1, 2000, the Ashland Inc. and Affiliates Retirement Plan, applicable to Oil, Chemical, and Atomic Workers International Union Locals No. 3-214 Catlettsburg, Kentucky and 3-505 Catlettsburg, Kentucky (the "P.A.C.E." Plan) was merged into the Marathon Petroleum Company LLC Retirement Plan. Effective September 30, 1998, the provisions applicable to Catlettsburg employees were frozen and incorporated into the Plan under the Catlettsburg Refining Sub Plan. The provisions as summarized are applicable only to those employees who were members of the Catlettsburg Refining Sub-Plan on September 30, 1998 and January 1, 1999.

Normal Retirement
Eligibility

Age 65.

Benefit

Annual benefit payable to a member upon normal retirement is equal to the greatest of (1), (2), and (3):

- (1) \$21.78 times credited service prior to October 1, 1989, plus, for each year of credited service after September 30, 1989, the sum of 1.83% of annual compensation which is at a rate not in excess of \$6,600 and 2.25% of annual compensation which is at a rate in excess of \$6,600.
- (2) \$168 times continuous service adjusted for benefits which would have accrued in the event the member did not participate when first eligible.
- (3) 1.25% of final average pay times credited service prior to February 1, 1993, plus 1.35% of final average pay times credited service on or after February 1, 1993 (maximum credited service is 35 years).

All service for benefit accrual purposes is frozen as of September 30, 1998.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
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Early Retirement
Eligibility

Age 55, or any age where attained age and continuous service totals at least 80.

Benefit

Accrued benefit payable at early retirement age reduced according to the following schedule:

Age	Early Retirement Factor	Age	Early Retirement Factor
50	46%	58	88%
51	51%	59	91%
52	56%	60	94%
53	62%	61	97%
54	68%	62	100%
55	75%	63	100%
56	80%	64	100%
57	84%	65	100%

Vested Termination Benefits
Eligibility

Five years of vesting service, effective for members with one or more hours of service after September 30, 1989.

Benefit

Accrued benefit payable at age 65. Payment may commence as early as age 55, subject to a reduction of 6% per year from age 65 to 60 and 4% per year from age 60 to age 55. Member may elect a refund of his contributions with interest in lieu of accrued allowance.

Preretirement Death Benefit
Eligibility

Death in active service after becoming eligible for early retirement or vesting.

Benefit

50% of the benefit which the member would have been entitled to receive as a vested terminated or retired employee under a 50% joint and survivorship benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

50% of the benefit to which the member was entitled as a vested terminated employee under a 50% joint and survivor benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Normal Form of Annuity

Without Spouse

Life annuity.

With Spouse

Reduced joint and survivor annuity. 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; 120 months certain and life annuity; joint and survivor annuity (50%, 66⅔%, or 100%). All optional forms are adjusted to be actuarially equivalent to the life annuity.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Northwestern Refinery

Eligibility for Participation

The Northwestern Refinery Company Pension Plan for Hourly Employees was established in 1963. Effective September 1, 1999, the plan was frozen and merged into the Marathon Petroleum Company LLC Retirement Plan. The provisions as summarized are applicable only to those employees who were members of the Northwestern Refinery Company Pension Plan for Hourly Employees on August 31, 1999.

Normal Retirement

Eligibility

Age 65.

Benefit

Annual benefit payable to a member upon normal retirement is equal to (1) plus the larger of (2) and (3):

- (1) For members who are in Local No. 120 and affiliated with Teamsters Council No. 32, \$312 (\$372 effective June 1, 1999, \$384 effective June 1, 2000, \$396 effective June 1, 2001, \$444 effective June 1, 2002, \$456 effective June 1, 2003, \$468 effective June 1, 2004, \$480 effective June 1, 2005) multiplied by years of service before February 1, 1987.
- (2) A career average benefit equal to the sum of 1½% of annual compensation which is at a rate not in excess of \$12,000 plus 2¼% of annual compensation which is at a rate in excess of \$12,000 for each year of service after January 31, 1987.
- (3) 1% of final average compensation not in excess of \$9,000 plus 1½% of final average compensation in excess of \$9,000, all multiplied by years of service after January 31, 1987 (up to a maximum of 35 years).

All service for benefit accrual purposes is frozen as of August 31, 1999.

Early Retirement

Eligibility

Age 55, or any age where attained age and continuous service totals at least 80. Members on January 31, 1987 are entitled to benefits earned as of that date, upon attainment of age 50 and completion of 15 years of vesting service.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
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Benefit

Accrued benefit payable at early retirement age reduced according to the following schedule:

Age	Early Retirement Factor	For Pre-1/31/1987 Benefits	Age	Early Retirement Factor
50	46%	32.2%	58	88%
51	51%	34.3%	59	91%
52	56%	36.6%	60	94%
53	62%	39.1%	61	97%
54	68%	41.8%	62	100%
55	75%		63	100%
56	80%		64	100%
57	84%		65	100%

Vested Termination Benefits
Eligibility

Five years of vesting service.

Benefit

Accrued benefit payable at age 65. Payment may commence as early as age 55, subject to a reduction of 6% per year from age 65 to 60 and 4% per year from age 60 to age 55.

Preretirement Death Benefit
Eligibility

Death in active service after becoming eligible for early retirement or vesting.

Benefit

50% of the benefit which the member would have been entitled to receive as a vested terminated or retired employee under a 50% joint and survivorship benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

Death After Vested Termination
Eligibility

Death after vested termination but prior to commencement of benefit.

Benefits

50% of the benefit to which the member was entitled as a vested terminated employee under a 50% joint and survivor benefit. If the member is under age 55 at the time of his death, payment of the benefit to his spouse will be deferred until the time he would have attained age 55.

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
EIN: 31-1537655 PN: 001

Normal Form of Annuity

Without Spouse

Life annuity.

With Spouse

Reduced joint and survivor annuity. 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; 120 months or more certain and life annuity; joint and survivor annuity (50%, 66⅔%, or 100%). All optional forms are adjusted to be actuarially equivalent to the life annuity.

Plan Changes Since the Prior Year

The January 1, 2016 valuations reflect the following plan changes:

- An update to the mortality and interest rates for determining minimum lump sum payments under IRC section 417(e)(3) to the applicable rates for the current plan year.
- Retirement for key officers is now mandatory at age 65.
- Student interns will be allowed into the plan as of January 1, 2016 with no prior service.
- Effective for commencement dates on and after January 1, 2016, the Catlettsburg and Northwestern Refinery sub-plans amended the definition of Actuarial Equivalence used for determining optional forms of annuity payments. The basis changed to match that used for the other sub-plans (a 7% interest rate and the RP-2000 Combined Healthy mortality table weighted 75% male and 25% female).

Schedule SB Attachment (Form 5500)—2016 Plan Year
Marathon Petroleum Retirement Plan
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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.

The name of the enrolled actuary changed from Trisha L. Trembl to Trisha L. Boussari; however, the enrolled actuary remains the same person and has not changed.

**Marathon Petroleum
Retirement Plan
Financial Statements and
Independent Auditors' Report
December 31, 2016 and 2015**

Marathon Petroleum Retirement Plan
Index
December 31, 2016 and 2015

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Independent Auditors' Report

To the Participants and Plan Administrator of
Marathon Petroleum Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Marathon Petroleum Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, 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's Management 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, the net assets available for benefits of the Plan as of December 31, 2016, and the changes in net assets available for benefits for the year then ended, and its financial status as of December 31, 2015 and 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 index 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 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 as a whole.

McConnell & Jones LLP

Houston, Texas
October 16, 2017

Marathon Petroleum Retirement Plan
Statements of Net Assets Available for Benefits
December 31, 2016 and 2015

	2016	2015
Assets		
Investments, at fair value:		
Investments, at fair value	\$ 106,564,624	\$ 120,983,228
Plan's Interest in Marathon Petroleum Master Retirement Trust, at fair value	<u>1,387,269,727</u>	<u>1,288,232,245</u>
Total Investments	<u>1,493,834,351</u>	<u>1,409,215,473</u>
Receivables		
Employer Contribution	120,000,000	100,000,000
Accrued Income	<u>147</u>	<u>41</u>
Total Receivables	<u>120,000,147</u>	<u>100,000,041</u>
Total Assets	<u>1,613,834,498</u>	<u>1,509,215,514</u>
Net Assets Available for Benefits	<u>\$ 1,613,834,498</u>	<u>\$ 1,509,215,514</u>

Marathon Petroleum Retirement Plan
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2016 and 2015

Additions	2016	2015
Investment Income:		
Net appreciation in fair value of investments	\$ 7,258,615	\$ 13,663,358
Interest and Dividends	2,579,877	2,222,313
Net investment gain/(loss) from Plan's Interest in Marathon Petroleum Master Retirement Trust	127,526,175	(36,413,875)
Other	20,030	20,323
Net Investment income/(loss)	137,384,697	(20,507,881)
Contributions		
Employer contributions	120,000,000	100,000,000
Total additions	257,384,697	79,492,119
Deductions		
Benefit- payments	145,591,459	168,151,706
Fees & Administrative expenses	7,174,254	4,847,369
Total Deductions	152,765,713	172,999,075
Net Increase (Decrease)	104,618,984	(93,506,956)
Net Assets Available for Benefits, Beginning of Year	1,509,215,514	1,602,722,470
Net Assets Available for Benefits, End of Year	\$ 1,613,834,498	\$ 1,509,215,514

Marathon Petroleum Retirement Plan

Notes to Financial Statements

Years Ended December 31, 2016 and 2015

1. Description of the Marathon Petroleum Retirement Plan

The following description of the Marathon Petroleum Retirement Plan (“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, as amended (“ERISA”).

General

The Plan was adopted on April 1, 1998. The Plan is a non-contributory employer defined benefit pension plan covering eligible employees of Marathon Petroleum Company LP (“MPC”) and other participating employers. The Plan is sponsored and administered by MPC, 539 S. Main Street, Findlay, Ohio 45840. The Northern Trust Company is the Plan Trustee (“Trustee”). U.S. Steel & Carnegie Pension Fund is the Sub-Trustee (“Sub-Trustee”) and Fidelity Investments is the record keeper for the Plan.

The Plan consists of the RMT Sub-Plan, the Catlettsburg/Northwestern Refinery Base Plan, the Northwestern Refinery Sub-Plan, and the Catlettsburg Refining Sub-Plan. Each Sub-Plan has its own participation, benefit eligibility, and Plan provisions.

Pension Benefits

RMT Sub-Plan

Generally, any employee of a participating employer who is either a United States citizen (or performs services in the United States) is eligible to participate in the Plan; except, however, that the Plan excludes individuals regularly classified as follows: (1) union employees (unless their collective bargaining agreement provides for their participation); (2) leased employees; (3) employees participating in another employer-sponsored retirement plan other than a Section 401(k) plan; (4) independent contractors; (5) contract employees whose contracts exclude their participation; and (6) employees in salary grades 11 or below of Speedway LLC or Speedway Prepaid Card LLC. Effective January 1, 2010, employees vest in their benefit after completion of three years of service. Early retirement benefits payable under the legacy benefits portion of the Plan are reduced proportionately based on the early retirement factors as described in the Plan. The Plan provides a single life annuity, joint and survivorship annuities, in addition to other optional forms of benefit, including lump sum. The Plan also provides surviving spouse benefits. The total amount of the Plan’s monthly retirement benefit is the legacy plan benefit, described below, plus the cash balance benefit (as discussed below). Accruals under the legacy benefit were frozen as of January 1, 2010, but participants who had a legacy benefit as of such date were eligible for compensation updates through December 31, 2012.

Marathon Petroleum Retirement Plan

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Years Ended December 31, 2016 and 2015

Commencing with the 2013 Plan Year, the PBGC immediate annuity rate and the PBGC deferred vested interest rate as determined by the current Plan provisions for purposes of calculating lump sums were limited to an annual increase as determined by the following table:

Calculated Annual Plan Rate (Unadjusted)	Maximum Annual Plan Rate Increase
$\geq 0.25 - 3.00$	.25
$\geq 3.25 - 5.00$	.50
≥ 5.25	.75

If, however, the Plan provisions for calculating the annual lump sum interest rates result in a rate lower than the previous year's published Plan rate, such lower rate will be used without regard to any cap on the size of the reduction.

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 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 during their final 10 years of active employment (ending on December 31, 2012), divided by 36. Primary social security benefit is the participant's estimated social security benefit based on the social security law and benefit levels in effect on December 31, 2012.

Effective January 1, 2010, the Plan was amended to add a cash balance component. The cash balance design uses an annual pay credit formula, calculated on a point schedule using a participant's age plus service and a monthly interest crediting rate tied to the greater of the 30-year Treasury Bill rate or 3 percent.

Catlettsburg Refining Sub-Plan ("CR Sub-Plan")

Effective January 1, 1999, the Oil, Chemical, and Atomic Workers International Union Plan ("OCAW Plan") merged into the Plan. Included in the OCAW Plan were Catlettsburg Unions 3-214 and 3-505. The CR Sub-Plan applies to union represented employees of the employer who were employed at the Catlettsburg, Kentucky facility prior to October 1, 1998.

Benefit accrual service in the CR Sub-Plan shall be the largest of the following three calculations based on years of service and compensation:

- a) The career average benefit equal to the sum of: (1) the product of (i) 50 percent, and (ii) the total contributions, if any, made by a member to the Plan during the period of time beginning on March 1, 1951 and ending on July 31, 1967, inclusive; (2) the product of (i) 75 percent and (ii) the total contributions, if any, made by a member to

Marathon Petroleum Retirement Plan

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the Plan during the period of time beginning on August 1, 1967 and ending on April 30, 1969, inclusive; (3) for each year of credited service, if any, of a member after April 30, 1969 and before October 1, 1989, the sum of (i) 1.5 percent of that part of such member's compensation for such year which is at an annual rate not in excess of \$6,600 plus (ii) 2.25 percent of that part of such member's compensation for such year which is at an annual rate in excess of \$6,600; (4) for each year of crediting service (not to exceed 35 years) after September 30, 1989, the sum of (i) 1.83 percent of compensation less than \$6,600, (ii) 2.25 percent of compensation in excess of \$6,600, and (iii) the product of \$21.78 and number of years of credited service prior to October 1, 1989; or

- b) The minimum benefit equal to the difference between (i) product of \$168 and years of continuous service less (ii) an amount determined from calculation (a) above; or
- c) The alternate minimum benefit equal to the sum of (i) the product of number of years of credited service (maximum of 35 years) prior to February 1, 1993 and 1.25 percent of the participant's final average compensation and (ii) the product of number of years of credited service (maximum of 35 years combined with (i)) on or after February 1, 1993 and 1.35 percent of the participant's final average compensation.

The total benefit payable from the Plan for CR Sub-Plan participants will be determined by first calculating the monthly benefit under the RMT Sub-Plan (including the OCAW Plan benefit accrual service) for the age of retirement or termination and offsetting that benefit by the monthly benefit accrued for the age of retirement or termination under the terms of the CR Sub-Plan for benefit accrual service prior to December 31, 1998. Lump sum distributions in excess of \$5,000 will not be permitted for benefits accrued under the OCAW Plan through December 31, 1998.

Northwestern Refinery Sub-Plan ("NWR Sub-Plan")

The NWR Sub-Plan applies to certain MPC Teamster represented employees at the St. Paul Park, Minnesota refinery.

Benefit accrual service in the NWR Sub-Plan is composed of two separate segments: eligible service prior to February 1, 1987 and eligible service subsequent to January 31, 1987. Normal pension benefits for NWR Sub-Plan participants shall be equal to the sum of the benefit accrual rate multiplied by years and fractional years of service prior to February 1, 1987 and the larger of a) the career average benefit for each year after January 31, 1987 calculated as the sum of 1.5 percent of compensation less than \$12,000 and 2.25 percent of compensation in excess of \$12,000 or b) the product of years and fractional years of credited service and 1 percent of the final average compensation not in excess of \$9,000 and 1.5 percent of final average compensation in excess of \$9,000.

The total benefit payable from the Plan for NWR Sub-Plan participants will be determined by first calculating the monthly benefit under the RMT Sub-Plan (including the NWR Sub-Plan benefit accrual service from February 1, 1987) for the age of retirement or termination

Marathon Petroleum Retirement Plan

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and offsetting that benefit by the monthly benefit accrued for the age of retirement or termination under the terms of the NWR Sub-Plan for benefit accrual service from February 1, 1987 to September 1, 1999. Lump sum distributions in excess of \$5,000 will not be permitted for benefits accrued under the NWR Pension Plan through August 31, 1999.

Plan Amendments

As of January 1, 2016, the Plan was restated to, among other things, add MarkWest Logistics Services LLC as a participating employer, revise the Plan's eligible compensation definition, and to incorporate all approved amendments made up to the date of the restatement. In addition, effective as of January 1, 2016, the NWR Sub-Plan and the CR Sub-Plan were amended to update their actuarial equivalence factors.

Effective January 1, 2016, the plan was amended to recognize the service of certain participants who were formerly employed by WilcoHess LLC.

Effective January 1, 2015, the Plan was amended to provide any suit or legal action initiated by a claimant under the Plan must be brought by the claimant no later than one year following the issuance of a final decision on the claim for benefits under the Plan's claims and appeals process.

2. Significant Accounting Policies

Basis of Accounting

The accompanying financial statements of the Plan were prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

Date of Management's Review

Subsequent events were evaluated through October 16, 2017 which is the date the financial statements were available to be issued.

Use of Estimates

The preparation of financial statements in accordance with US GAAP requires Plan management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the dates of the financial statements and the reported amounts of additions and deductions during the respective reporting periods. Actual amounts could differ from those estimates and assumptions.

Investment Valuation and Income Recognition

Investments are reported 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.

Marathon Petroleum Retirement Plan

Notes to Financial Statements

Years Ended December 31, 2016 and 2015

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 in fair value of investments includes gains and losses on investments bought and sold as well as held during the year, and expenses related to the Plan's investment portfolio.

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 MPC, in its discretion, pays such expenses.

Risks and Uncertainties

The Plan invests in various investment options. Investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and those changes could materially affect the amounts reported in the Statement of Net Assets Available for Benefits and the Statement of Changes in 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 could be material to the financial statements.

Marathon Petroleum Retirement Plan

Notes to Financial Statements

Years Ended December 31, 2016 and 2015

Recently Issued Accounting Standards

In May 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2015-07, "Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)." ASU No. 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 ASC 820. ASU No. 2015-07 was effective for the Plan retrospectively for the year ending December 31, 2016. Adoption of this accounting standard in 2016 did not have a material impact on the Plan's disclosures.

In February 2017, the FASB issued ASU 2017-06, "Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): Employee Benefit Plan Master Trust Reporting". ASU 2017-06 requires retrospective application and is effective for the Plan beginning January 1, 2019, with early adoption permitted. This new standard amends current disclosure requirements relating to plan investments in master trusts. The Plan's management is currently evaluating the impact this standard will have on the Plan's financial statements.

3. Investments

Substantially all assets of the Plan are held in the Marathon Petroleum Master Retirement Trust (the "Master Trust") and managed by the Trustee. The Master Trust assets are allocated between the Plan and the Speedway Retirement Plan based on each plan's proportionate interest in the Master Trust as calculated on a monthly basis. The Master Trust has the following plans and accounts with their respective proportionate interest as of December 31, 2016 and 2015:

	2016	2015
Marathon Petroleum Retirement Plan	90.0%	89.5%
Speedway Retirement Plan	10.0%	10.5%
	<u>100.0%</u>	<u>100.0%</u>

Investment income and administrative expenses relating to the Master Trust are allocated based on average monthly balances invested by each plan, other than items specific to one or the other plan.

The remaining investable funds of the Plan and the Speedway Retirement Plan are combined and held in the UCF Marathon Petroleum Group Trust ("the UCF Trust"), with

Marathon Petroleum Retirement Plan

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each plan having a proportionate interest in the assets of the UCF Trust. The Sub-Trustee is the trustee of the UCF Trust. The UCF Trust is not considered a master trust or a 103-12 investment entity for reporting purposes because the UCF Trust is one of many unrelated group trusts held within UCF's Master Trust. Thus, the Plan reports its interest in UCF Trust assets, income and expenses, based on each plan's historical participation.

The following presents the Statement of Net Assets of the Master Trust as of December 31, 2016 and 2015:

	2016	2015
Investments, at fair value:		
Cash and cash equivalents	\$ 24,730,815	\$ 27,216,245
Equities	683,963,137	600,183,715
Fixed Income	860,896,144	816,869,251
Total Investments	<u>1,569,590,096</u>	<u>1,444,269,211</u>
Receivables:		
Receivables for Securities Sold	55,110,841	22,174,333
Accrued Income	7,702,692	7,482,775
Total Receivables	<u>62,813,533</u>	<u>29,657,108</u>
Total Assets	<u>1,632,403,629</u>	<u>1,473,926,319</u>
Liabilities:		
Payables for Purchased Securities	91,689,701	35,289,554
Total Liabilities	<u>91,689,701</u>	<u>35,289,554</u>
Net Assets	<u>\$ 1,540,713,928</u>	<u>\$ 1,438,636,765</u>

Marathon Petroleum Retirement Plan

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The following presents the Master Trust Statement of Changes in Net Assets for the years ended December 31, 2016 and 2015:

	2016	2015
Additions/(Deductions):		
Total net appreciation/(depreciation) in fair value of investments	\$ 95,681,143	\$ (85,401,683)
Interest	28,404,733	29,307,092
Dividends	13,627,974	14,116,937
Net change in accrued income	222,594	(393,210)
Other	1,187,809	868,998
Net investment Income	43,443,110	43,899,817
Total Additions/(Deductions)	139,124,253	(41,504,866)
Net Increase/(Decrease) Before Transfers	239,124,253	(41,501,866)
Transfers In	126,887,829	28,640,146
Transfers Out	(163,934,919)	(183,387,922)
Net Assets, Beginning of Year	1,438,636,765	1,634,886,407
Net Assets, End of Year	<u>\$ 1,540,713,928</u>	<u>\$ 1,438,636,765</u>

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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. The fair value hierarchy consists of three broad levels:

- Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and liabilities. These inputs have the highest priority;
- Level 2 inputs consist of observable market-based inputs or unobservable inputs that are corroborated by market data, and are either directly or indirectly observable as of the measurements date;
- Level 3 inputs are unobservable inputs that are not corroborated by market data and may be used with internally developed methodologies that result in management's best estimate of fair value. These inputs have the lowest priority.

The Plan's investments are reported at fair value in the accompanying statements 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 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 category:

- Cash and cash equivalents - Cash and cash equivalents include a collective fund serving as the investment vehicle for the cash reserves and cash held by third-party investment managers. The collective fund is valued at net asset value ("NAV") on a scheduled basis using a cost approach, and is considered a Level 2 asset. Cash and cash equivalents held by third-party investment managers are valued using a cost approach and are considered Level 2. The non-Master Trust cash and cash equivalents include cash on deposit and an investment in a money market mutual 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 mutual fund is valued at the NAV of shares held.
- Equity – Equity investments include common & preferred stock, mutual and pooled funds, public and non-public investment trusts, and S&P 500 exchange-traded funds. Common & preferred stock is valued using a market approach. These assets are priced daily in active markets and are considered Level 1. Mutual and pooled equity funds are well diversified portfolios, representing a mix of

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strategies in domestic, international, and emerging market strategies. Mutual funds are publicly registered, valued at NAV on a daily basis using a market approach, and are considered Level 1 assets. Pooled funds are valued at NAV using a market approach, and are considered Level 2 assets. Investments in public trusts and S&P 500 exchange traded funds are valued using a market approach at the closing price reported in an active market and therefore are considered Level 1. Non-public investment trusts are considered Level 2 and are valued using a market approach based on the underlying investments in the trust, which are publicly traded securities.

- **Fixed Income** – Fixed income investments include corporate bonds, U.S. dollar treasury bonds, and municipal bonds. These securities are priced on observable inputs using a combination of market, income, and cost approaches. These securities are considered Level 2 assets. Fixed income also includes a well-diversified bond portfolio structured as a pooled fund. This pooled fund is valued at NAV on a daily basis using a combination of market, income, and cost approaches. It is considered a Level 2 asset.
- **Private Equity** - Private equity investments include interests in limited partnerships which are valued using information provided by external managers for each individual investment held in the fund. These holdings are considered Level 3.
- **Real Estate** - Real estate investments consist of interests in limited partnerships. These holdings are either appraised or valued using investment manager's assessment of assets held. These holdings are considered Level 3.
- **Other** - Other investments include two limited liability companies ("LLCs") with no public market. The LLCs were formed to acquire timberland in the northwest United States. These holdings are either appraised or valued using investment manager's assessment of assets held. These holdings are considered Level 3.

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The following table provides by level within the fair value hierarchy the Master Trust investments at fair value as of December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Level 1		
Equity Securities:		
Common Stock	\$ 70,557,844	\$ 57,087,371
Mutual Funds	160,344,352	142,474,626
Preferred Stock	1,578,182	1,627,013
	<u>232,480,378</u>	<u>201,189,010</u>
Level 2		
Cash and cash equivalent	24,730,815	27,216,245
Equity securities:		
Pooled funds	451,139,269	399,305,623
Fixed income:		
Corporate Bonds	562,927,120	509,383,916
Government	125,454,502	114,751,161
Pooled funds	172,514,522	192,734,174
Other – derivative options & swaps	343,490	(310,918)
	<u>1,337,109,718</u>	<u>1,243,080,201</u>
 Total Master Trust investments, at fair value	 <u>\$ 1,569,590,096</u>	 <u>\$ 1,444,269,211</u>

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The following table sets forth by level within the fair value hierarchy the Plan's investments outside the Master Trust at fair value as of December 31, 2016 and 2015.

	<u>2016</u>	<u>2015</u>
Level 1:		
Cash and cash equivalent	\$ 301	\$ 49
Level 3:		
Private Equity	54,131,111	56,509,987
Real Estate	35,334,089	46,495,553
Other	17,099,123	17,977,639
	<u>106,564,323</u>	<u>120,983,179</u>
Total Plan investments outside the Master Trust, at fair value	<u>\$ 106,564,624</u>	<u>\$ 120,983,228</u>

The following table sets forth a summary of changes in the fair value of the Plan's level 3 investments for the year ended December 31, 2016.

	<u>Private Equities</u>	<u>Real Estate</u>	<u>Other</u>
Balance, beginning of year	\$ 56,509,987	\$ 46,495,553	\$ 17,977,639
Realized gains	6,702,438	4,878,234	-
Unrealized gains/(losses) relating to instruments still held at the reporting date	1,257,802	(4,701,342)	(878,516)
Purchases	2,160,444	1,571,172	
Sales	(12,557,191)	(12,909,528)	
Other	57,631	-	-
Balance, end of year	<u>\$ 54,131,111</u>	<u>\$ 35,334,089</u>	<u>\$ 17,099,123</u>

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The following table sets forth a summary of changes in the fair value of the Plan's level 3 investments for the year ended December 31, 2015.

	Private Equities	Real Estate	Other
Balance, beginning of year	\$ 59,935,954	\$ 52,376,367	\$ 18,624,137
Realized gains	10,795,158	5,386,746	-
Unrealized gains/(losses) relating to instruments still held at the reporting date	20,225	(1,892,291)	(646,498)
Purchases	4,170,334	4,174,208	-
Sales	(18,411,684)	(13,549,477)	-
Other	-	-	-
Balance, end of year	<u>\$ 56,509,987</u>	<u>\$ 46,495,553</u>	<u>\$ 17,977,639</u>

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

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The following table represents significant unobservable inputs used in the fair value measurement of Level 3 assets for the year ended December 31, 2016:

Instrument	Fair Value	Valuation Technique	Unobservable Input	Range
Private Equity ⁽³⁾⁽⁴⁾	\$ 54,131,111	NAV	N/A	N/A
Real Estate ⁽³⁾	\$ 35,334,089	NAV	N/A	N/A
Other	\$ 17,099,123	Discounted Cash Flows	Discount Rate ⁽¹⁾ Revenue Growth ⁽²⁾	5.3-6.5%

The following table represents significant unobservable inputs used in the fair value measurement of Level 3 assets for the year ended December 31, 2015:

Instrument	Fair Value	Valuation Technique	Unobservable Input	Range
Private Equity ⁽³⁾⁽⁴⁾	\$ 56,509,987	NAV	N/A	N/A
Real Estate ⁽³⁾	\$ 46,495,553	NAV	N/A	N/A
Other	\$ 17,977,639	Discounted Cash Flows	Discount Rate ⁽¹⁾ Revenue Growth ⁽²⁾	5.3-6.5%

⁽¹⁾As much as 0.5 percent of the discount rate is for exit premium.

⁽²⁾ Revenue Growth is calculated using projections of future harvest volumes, physical measurement and statistical information of timber inventory, future timber prices and expenses.

⁽³⁾ The remaining lives of such investments range from less than one year to up to twelve years.

⁽⁴⁾ Investments are valued at net asset value ("NAV"), unless it is determined that this does not represent fair value. In such instances, fair value is estimated in accordance with the Plan's valuation practices. For 2016 & 2015, such adjustments decreased the fair value of private equity funds by an immaterial amount.

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5. Accumulated Plan Benefits

A third party 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, 2016 are as follows:

Interest Rate:	6.50%
Mortality Rates:	Aggregate 2006 base rates from the RP-2014 mortality study, projected generationally from 2006 using scale MP-2015
Assumed Average Retirement Age:	59

The interest rate assumption used to value accrued benefits was 6.50 percent in 2016. 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 2016 plan year is as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:	
Participants currently receiving payments	\$ 111,517,321
Other participants	1,219,214,319
Total vested benefits	<u>1,330,731,640</u>
Nonvested benefits	38,375,524
Total actuarial present value of accumulated plan benefits	<u>\$ 1,369,107,164</u>

Marathon Petroleum Retirement Plan

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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 beginning of year	\$ 1,376,220,962
(Decrease)/increase during the year attributable to:	
Benefit payments	(167,417,005)
Interest accumulation	87,336,852
Actuarial assumptions	(2,455,383)
Benefits accumulated, net of experience gain or loss or changes in data	75,421,738
Net change	(7,113,798)
Actuarial present value of accumulated Plan benefits at end of year	<u>\$ 1,369,107,164</u>

6. Funding Policy

The actuarial cost method used for funding of the Plan is the “projected unit credit” method of actuarial valuation. The funding policy provides that MPC 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. On September 15, 2016 a contribution was made to the Plan of \$100 million for the 2015 Plan year. Two payments were made in 2017 for the 2016 Plan year. One payment on June 12 for \$105 million and an additional payment on June 22 for \$15 million. The total payments for 2016 Plan year were \$120 million.

7. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, credit and overall market 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 statements 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.

Marathon Petroleum Retirement Plan

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8. Party-In-Interest Transactions

Fees paid by the Plan to the Trustee, in its capacity as Plan Trustee, for 2016 and 2015 were \$240,464 and \$335,380, respectively. Fees paid by the Plan to the Sub-Trustee, in its capacity as Sub Trustee, for 2016 and 2015 were \$581,842 and \$549,289, respectively.

The Trustee and Sub-Trustee have been identified as parties-in-interest and these transactions are exempt from the prohibited transaction rules.

9. Plan Termination

MPC may amend, terminate, or otherwise modify the Plan at any time. 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 Pension Benefit Guaranty Corporation ("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.

10. Income Tax Status

The Internal Revenue Service ("IRS") has determined, and informed MPC by letter dated January 25, 2017, that the Plan is qualified under Section 401(a) of the Internal Revenue Code ("Code") Although the Plan has been amended since receiving the determination letter, the Plan Administrator and the Plans tax counsel believe that the Plan, as amended, is designed and is currently being operated in compliance with the applicable requirements of the Code.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016 and 2015, there are no uncertain positions taken or expected to be taken. 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 2013.

11. Commitments

At December 31, 2016 and 2015, the Plan had additional funding commitments related to

Marathon Petroleum Retirement Plan

Notes to Financial Statements

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various real estate and limited partnership investments amounting to \$19 million and \$23 million, respectively.

12. Subsequent Events

The Plan was amended effective as of April 1, 2017 to appoint David R. Sauber as the Plan Administrator.

Northern Trust was appointed successor trustee of the Marathon Petroleum Group Trust effective as of September 30, 2017.

Supplementary Information

Marathon Petroleum Retirement Plan**EIN 31-1537655/PN001****Schedule H, Line 4i – Schedule of Assets (Held at End of Year)****December 31, 2016**

A.	B. IDENTITY OF ISSUE	C. MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MATURITY VALUE SHARES		D. COST	E. CURRENT VALUE
Short-term investments					
	S-T Invest Fund Ctfi	12/30/50	301	300.77	300.77
	Total			300.77	300.77
Corporate Stocks: Preferred					
	Pharma Stem Corp C Cv Pfd	293,558		0.63	-
	Pharma Stem Corp D Cv Pfd	20,569		0.63	-
	Pharma Stem Therapeutics A Pfd	53,330		0.63	-
	Pharma Stem Therapeutics B Pfd	713,439		0.63	-
	Total			2.53	-
Real Estate					
	AG Core+ II	0.000	3,184,452	671,439.24	135,065.37
	AG Core+ III	0.000	3,734,524	2,001,890.48	1,995,254.97
	Aetos II	0.000	2,532,235	1,223,080.91	147,831.91
	Aetos III	0.000	4,028,376	3,909,189.77	575,078.86
	Avanti II-Passive	0.000	443,238	0.90	0.88
	Avanti III-Active	0.000	900,417	0.90	135,497.42
	Avanti III-Passive	0.000	909,730	0.63	96,142.09
	Avanti IV-Active	0.000	268,475	0.90	99,505.96
	Avanti IV-Passive	0.000	184,034	11,314.84	49,907.89
	Avanti V	0.000	1,670,955	1,430,533.14	1,160,320.93
	Avanti VI	0.000	2,049,038	1,479,500.37	2,028,135.33
	Avanti VII	0.000	2,174,828	2,151,747.17	2,390,923.51
	Blackstone IV	0.000	3,179,047	1,527,723.17	493,585.16
	Blackstone V	0.000	4,443,040	1,239,199.81	2,132,534.79
	Blackstone VI	0.000	5,072,051	1,255,623.38	2,545,859.94
	Blackstone VII	0.000	4,199,000	3,390,592.65	4,691,118.21
	CPI Asia Pacific	0.000	5,012,276	683,577.27	557,254.86
	CPI Eruope	0.000	3,703,763	2,386,939.87	338,797.96
	RECP Fund III, L.P.	0.000	3,910,623	3,028,110.29	1,735,761.34
	RECP Fund IV, L.P.	0.000	6,794,172	5,585,862.95	6,115,141.66
	Lasalle Mexico Fund I	0.000	5,252,696	2,906,499.69	1,884,809.19
	Rockpoint I	0.000	3,179,048	737,138.49	10,312.83
	Rockpoint II	0.000	3,179,049	1,496,479.55	379,196.88
	Rockpoing III	0.000	6,691,599	1,199,346.07	810,118.39
	Rockpoint IV	0.000	4,413,442	3,095,290.32	3,794,818.76
	Pearlmark Mezzanine III	0.000	6,251,335	1,512,611.22	1,031,113.89
	Total			42,923,693.98	35,334,088.98

Other Investments

Marathon Petroleum Retirement Plan**EIN 31-1537655/PN001****Schedule H, Line 4i – Schedule of Assets (Held at End of Year)****December 31, 2016**

A.	B. IDENTITY OF ISSUE	C. MATURITY DATE, RATE OF INTEREST, COLLATERAL, PAR OR MATURITY VALUE SHARES		D. COST	E. CURRENT VALUE
	TC&I Timber Company - Shasta	0.000	4,811,806.91	4,811,807.17	3,798,498.32
	TC&I Timber Company - Chinook	0.000	9,634,105.52	9,634,105.20	13,300,624.05
	Total			14,445,912.37	17,099,122.37
	Limited Partnerships				
	AEA 2006	0.000	4,502,927	1,898,536.57	1,769,686.09
	AEA 2003	0.000	1,790,764	78,892.18	18,328.47
	AEA V	0.000	3,454,851	2,999,626.12	4,073,884.46
	Aurora IV	0.000	2,247,588	1,698,214.05	3,897,818.92
	CAI III	0.000	631,454	171,862.38	3,972.48
	CAI IV	0.000	4,462,088	2,071,138.39	6,950,523.31
	Clayton Dubilier Rice VI	0.000	2,996,163	153,145.15	4,605.11
	Clayton Dubilier Rice VII	0.000	754,254	148,497.81	258,229.31
	Clayton Dubilier Rice VIII	0.000	3,874,524	1,563,292.46	2,938,939.17
	Devon Park Bioventures	0.000	1,622,121	373,879.84	390,955.47
	Epiris Club 2007 LP	0.000	2,948,716	705,064.33	1,082,577.04
	FF&P	0.000	1,252,152	861,154.70	434,295.03
	Fourth Cinven	0.000	2,718,523	1,292,789.02	296,150.44
	Fifth Cinven	0.000	2,863,219	2,474,250.58	2,919,979.58
	Intl Private Equity Fund LP	0.000	2,121,551	221,073.07	272,676.58
	International Private Eqty II	0.000	1,958,186	1,048,541.26	955,267.71
	Motion Fund LP	0.000	1	0.90	361.16
	Tenaya Capital V	0.000	2,416,511	1,420,288.19	1,631,541.09
	Tenaya Capital VI	0.000	3,044,135	2,846,713.92	3,188,140.65
	Performance Direct Inv II	0.000	6,265,458	3,070,911.30	3,570,064.00
	Third Cinven	0.000	2,598,661	307,453.56	18,328.36
	Trident IV	0.000	5,753,569	1,351,593.14	2,683,418.46
	Trident V	0.000	7,690,854	6,041,141.61	8,556,782.58
	Warburg Pincus VIII	0.000	1,271,619	0.90	217,599.49
	Warburg Pincus IX	0.000	2,129,962	42,807.03	286,220.06
	Warburg Pincus X	0.000	7,629,715	2,268,294.99	3,906,849.18
	Warburg Pincus XI	0.000	3,373,009	2,830,752.44	3,803,917.28
	Total			37,939,915.89	54,131,111.44
	Total			95,309,825.58	106,564,623.58

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	Avanti II-Passive	0.000	443,238	0.90	0.88
	Avanti III-Active	0.000	900,417	0.90	135,497.42
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	Avanti IV-Active	0.000	268,475	0.90	99,505.96
	Avanti IV-Passive	0.000	184,034	11,314.84	49,907.89
	Avanti V	0.000	1,670,955	1,430,533.14	1,160,320.93
	Avanti VI	0.000	2,049,038	1,479,500.37	2,028,135.33
	Avanti VII	0.000	2,174,828	2,151,747.17	2,390,923.51
	Blackstone IV	0.000	3,179,047	1,527,723.17	493,585.16
	Blackstone V	0.000	4,443,040	1,239,199.81	2,132,534.79
	Blackstone VI	0.000	5,072,051	1,255,623.38	2,545,859.94
	Blackstone VII	0.000	4,199,000	3,390,592.65	4,691,118.21
	CPI Asia Pacific	0.000	5,012,276	683,577.27	557,254.86
	CPI Eruope	0.000	3,703,763	2,386,939.87	338,797.96
	RECP Fund III, L.P.	0.000	3,910,623	3,028,110.29	1,735,761.34
	RECP Fund IV, L.P.	0.000	6,794,172	5,585,862.95	6,115,141.66
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	Warburg Pincus XI	0.000	3,373,009	2,830,752.44	3,803,917.28
	Total			37,939,915.89	54,131,111.44
	Total			95,309,825.58	106,564,623.58