

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 <div style="text-align: center; font-size: 24pt; font-weight: bold;">2021</div> This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2021 or fiscal plan year beginning <u>01/01/2021</u> and ending <u>12/31/2021</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)
E If this is a retroactively adopted plan permitted by SECURE Act section 201, check here.	☐

Part II	Basic Plan Information—enter all requested information										
1a Name of plan <u>RETIREMENT PLAN OF MARATHON OIL COMPANY</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1936</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>25-1410539</u></td> </tr> <tr> <td colspan="2">2c Plan Sponsor's telephone number <u>713-629-6600</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>211120</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1936</u>		2b Employer Identification Number (EIN) <u>25-1410539</u>		2c Plan Sponsor's telephone number <u>713-629-6600</u>		2d Business code (see instructions) <u>211120</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>										
1c Effective date of plan <u>01/01/1936</u>											
2b Employer Identification Number (EIN) <u>25-1410539</u>											
2c Plan Sponsor's telephone number <u>713-629-6600</u>											
2d Business code (see instructions) <u>211120</u>											
2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>MARATHON OIL COMPANY</u> <u>990 TOWN AND COUNTRY BLVD.</u> <u>HOUSTON, TX 77024</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.	10/13/2022	JANELLE CASILIO
	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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2021)
v. 210624

3a Plan administrator's name and address ☐ Same as Plan Sponsor BENEFITS ADMINISTRATIVE COMMITTEE OF MARATHON OIL COMPANY 990 TOWN AND COUNTRY BOULEVARD HOUSTON, TX 77024		3b Administrator's EIN 32-0611796
		3c Administrator's telephone number 713-629-6600
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name		4b EIN 4d PN
5 Total number of participants at the beginning of the plan year		5 2726
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) 1260
a(2) Total number of active participants at the end of the plan year		6a(2) 1103
b Retired or separated participants receiving benefits.....		6b 237
c Other retired or separated participants entitled to future benefits		6c 927
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d 2267
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e 284
f Total. Add lines 6d and 6e		6f 2551
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 who terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 35
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) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

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 2021 Form M-1 annual report. If the plan was not required to file the 2021 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

<div>SCHEDULE A</div> <div>(Form 5500)</div> <div>Department of the Treasury</div> <div>Internal Revenue Service</div> <div>Department of Labor</div> <div>Employee Benefits Security Administration</div> <div>Pension Benefit Guaranty Corporation</div>	<div>Insurance Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div> <div>▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).</div>	<div>OMB No. 1210-0110</div> <div>2021</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021	
A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539

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

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

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
13-5570651	62944	AC1547-A	277	01/01/2021	12/31/2021

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

(a) Total amount of commissions paid	(b) Total amount of fees paid

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

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

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

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

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

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

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

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

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(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
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(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

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

Part II Investment and Annuity Contract Information

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

4 Current value of plan's interest under this contract in the general account at year end **4** 5584528**5** Current value of plan's interest under this contract in separate accounts at year end..... **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**
Specify nature of costs ▶**e** Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☒ immediate participation guarantee(3) ☐ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 5579075**c** Additions: (1) Contributions deposited during the year **7c(1)**
(2) Dividends and credits..... **7c(2)**
(3) Interest credited during the year..... **7c(3)** 149057
(4) Transferred from separate account..... **7c(4)**
(5) Other (specify below) **7c(5)**(6) Total additions **7c(6)** 149057**d** Total of balance and additions (add lines **7b** and **7c(6)**). **7d** 5728132**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)** 113860(2) Administration charge made by carrier..... **7e(2)** 29744(3) Transferred to separate account..... **7e(3)**(4) Other (specify below) **7e(4)**(5) Total deductions **7e(5)** 143604**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**)..... **7f** 5584528

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

9 Experience-rated contracts:

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

10 Nonexperience-rated contracts:

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

Part IV Provision of Information

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

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

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 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

▶ **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>RETIREMENT PLAN OF MARATHON OIL COMPANY</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>MARATHON OIL COMPANY</u>	D Employer Identification Number (EIN) <u>25-1410539</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>2021</u>	
2 Assets:	
a Market value	2a <u>207840722</u>
b Actuarial value	2b <u>190654120</u>
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment.....	(1) Number of participants <u>564</u> (2) Vested Funding Target <u>29928790</u> (3) Total Funding Target <u>29928790</u>
b For terminated vested participants.....	<u>902</u> <u>51639434</u> <u>51639434</u>
c For active participants	<u>1260</u> <u>118294842</u> <u>123810235</u>
d Total.....	<u>2726</u> <u>199863066</u> <u>205378459</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>5.56</u> %
6 Target normal cost.....	
a Present value of current plan year accruals.....	6a <u>11291555</u>
b Expected plan-related expenses	6b <u>2035252</u>
c Total (line 6a + line 6b)	6c <u>13326807</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>09/22/2022</u>
Signature of actuary		Date
<u>CARL GILLETTE</u>		<u>20-07739</u>
Type or print name of actuary		Most recent enrollment number
<u>AON CONSULTING, INC.</u>		<u>281-882-1000</u>
Firm name		Telephone number (including area code)
<u>MSC# 17866 P.O. BOX 803507</u> <u>DALLAS, TX 75380</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) 2021
v. 201209

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>10.46</u> %	0	0
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		1364689
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>5.24</u> %		71510
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		1436199
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages

14 Funding target attainment percentage	14	92.83 %
15 Adjusted funding target attainment percentage	15	92.83 %
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	87.30 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2021	7300000	0			
10/15/2021	2600000	0			
01/14/2022	5400000	0			
09/15/2022	4300000	0			
Totals ▶			18(b)	19600000	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	18706977

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:
4.75 %2nd segment:
5.36 %3rd segment:
6.11 %☐ N/A, full yield curve used**b** Applicable month (enter code)**21b**

4

22 Weighted average retirement age**22**

56

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 6c)..... **31a** 13326807**b** Excess assets, if applicable, but not greater than line 31a **31b** 0**32** Amortization installments:**a** Net shortfall amortization installment Outstanding Balance 14724339 Installment 1372921**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****34** Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)..... **34** 14699728**35** Balances elected for use to offset funding requirement Carryover balance 0 Prefunding balance 0 Total balance 0**36** Additional cash requirement (line 34 minus line 35) **36** 14699728**37** Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c) **37** 18706977**38** Present value of excess contributions for current year (see instructions)**a** Total (excess, if any, of line 37 over line 36) **38a** 4007249**b** Portion included in line 38a attributable to use of prefunding and funding standard carryover balances..... **38b** 0**39** Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37) **39** 0**40** Unpaid minimum required contributions for all years **40** 0**Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)****41** If an election was made to use PRA 2010 funding relief for this plan:**a** Schedule elected ☐ 2 plus 7 years ☐ 15 years**b** Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

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
		2021
		This Form is Open to Public Inspection.

For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021		
A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539	

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

WELLINGTON MANAGEMENT COMPANY

30-0835489

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51 68	NONE	974967	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

THE BANK OF NEW YORK MELLON

13-5160382

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 50	TRUSTEE	140656	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

SCHNEIDER DOWNS & CO, INC.

25-1408703

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16 50	NONE	33950	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)

DELOITTE TAX LLP

86-1065772

(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?
16 50	NONE	13748	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NORTH PIER FIDUCIARY

26-3521867

(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?
16 50	NONE	10000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(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:	W. CLAY HOLLOWAY	b EIN:	22-2232264
c Position:	ENROLLED ACTUARY		
d Address:	1800 HUGHES LANDING SUITE 800 THE WOODLANDS, TX 77380	e Telephone:	281-882-1000

Explanation: AS A RESULT OF AN INTERNAL CHANGE IN ASSIGNMENTS AT AON, THE ENROLLED ACTUARY HAS CHANGED.

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 2021 This Form is Open to Public Inspection.
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

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

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CTF DURABLE COMPANIES</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>46-3572913-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>8570863</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CTF OPPORTUNISTIC FIXED INCOME</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>90-6110062-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>13647073</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CIF INVEST GRADE CORP LONG BOND</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-6913417-120</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>42173951</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CIF II SELECT LEADERS</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-6913417-174</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>8859581</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CIF US LONG TREASURY</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-6913417-173</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>16298015</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CIF US LONG STRIPS</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-6913417-182</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>15976553</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>WTC-CIF GLOBAL RESEARCH EQUITY</u>		
b Name of sponsor of entity listed in (a): <u>WELLINGTON TRUST COMPANY, NA</u>		
c EIN-PN <u>04-2767481-028</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>27277899</u>

a Name of MTIA, CCT, PSA, or 103-12 IE: CIF ENDURING ASSETS

b Name of sponsor of entity listed in (a): WELLINGTON TRUST COMPANY, NA

c EIN-PN 04-2767481-130	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 8437600
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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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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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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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Part II Information on Participating Plans (to be completed by DFEs)

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

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

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021		
A Name of plan RETIREMENT PLAN OF MARATHON OIL COMPANY	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 MARATHON OIL COMPANY	D Employer Identification Number (EIN) 25-1410539	

Part I	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	373484	324758
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	12400000	9700000
(2) Participant contributions.....	1b(2)		
(3) Other	1b(3)	652159	448422
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1731333	1155560
(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)	61352398	27914316
(5) Partnership/joint venture interests	1c(5)	8465086	6563869
(6) Real estate (other than employer real property)	1c(6)	5235511	4250729
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	105802981	141241535
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	6747557	6197873
(15) Other.....	1c(15)	7842569	7841710

		(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:		
(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	210603078 205638772
Liabilities			
g	Benefit claims payable	1g	4182194 1733661
h	Operating payables	1h	347706 345817
i	Acquisition indebtedness.....	1i	
j	Other liabilities.....	1j	8406 0
k	Total liabilities (add all amounts in lines 1g through 1j)	1k	4538306 2079478
Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	206064772 203559294

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.

		(a) Amount	(b) Total
Income			
a	Contributions:		
(1)	Received or receivable in cash from: (A) Employers	2a(1)(A)	19600000
	(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)	19600000
b	Earnings on investments:		
(1)	Interest:		
	(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)	1272
	(B) U.S. Government securities	2b(1)(B)	1170
	(C) Corporate debt instruments	2b(1)(C)	
	(D) Loans (other than to participants)	2b(1)(D)	
	(E) Participant loans.....	2b(1)(E)	
	(F) Other	2b(1)(F)	116927
	(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)	119369
(2)	Dividends: (A) Preferred stock.....	2b(2)(A)	
	(B) Common stock	2b(2)(B)	768709
	(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	
	(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)	768709
(3)	Rents	2b(3)	
(4)	Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	49760618
	(B) Aggregate carrying amount (see instructions).....	2b(4)(B)	42722464
	(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)	7038154
(5)	Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)	103584
	(B) Other	2b(5)(B)	1417900
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)	1521484

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		4889380
(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)		46472
c Other income.....	2c		888948
d Total income. Add all income amounts in column (b) and enter total.....	2d		34872516
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	34752672	
(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)		34752672
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)	198354	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)	977849	
(4) Other.....	2i(4)	1449119	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		2625322
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		37377994
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d.....	2k		-2505478
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) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☐ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☒ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

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

(1) Name: MCCONNEL AND JONES LLP

(2) EIN: 76-0488832

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

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

Part IV Compliance Questions

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

During the plan year:

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.).....

	Yes	No	Amount
4a		X	

	Yes	No	Amount
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.)			
4b		X	
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?	X		5000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
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.)	X		
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.)	X		
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?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		X	
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			

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

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 Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 437925.

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>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).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2021</div> <div>This Form is Open to Public Inspection.</div>
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

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

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	0
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): 04-3275867		
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	140

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

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

Part III	Amendments
----------	------------

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
---	---	--	-----------------------------------	-------------------------------	-----------------------------

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.
---------	--

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) 2021
v. 201209

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 deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment).....

14a

b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

14b

c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....

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

- 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: 46.7 % Investment-Grade Debt: 47.2 % High-Yield Debt: 1.6 % Real Estate: 0.0 % Other: 4.5 %

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):

- 20 PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☒ No

b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:

☐ Yes.

☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.

☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.

☐ No. Other. Provide explanation _____

**RETIREMENT PLAN OF
MARATHON OIL COMPANY**

**Financial Statements and
Independent Auditor's Report**

December 31, 2021 and 2020

Retirement Plan of Marathon Oil Company

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December 31, 2021 and 2020

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



Independent Auditor's Report

To the Plan Administrator of
Retirement Plan of Marathon Oil Company

Opinion

We have audited the financial statements of Retirement Plan of Marathon Oil Company (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), which comprise the statements of net assets available for benefits as of December 31, 2021 and 2020, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2021 and 2020, and the changes in net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Plan and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Plan Management for the Financial Statements

Plan management (Management) is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, Management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Management is also responsible for maintaining a current plan instrument, including all plan amendments, administering the plan, and determining that the plan's transactions that are presented and disclosed in the financial statements are in conformity with the plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.



Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by Management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Plan's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Matter—Supplemental Schedules Required by ERISA

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of schedule of assets (held at end of year), schedule of assets (acquired and disposed of within the year) and schedule of reportable transactions, as of and for the year ended December 31, 2021, are presented for purposes 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 ERISA. Such information is the responsibility of 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



McConnell Jones

records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS.

In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion, the information in the accompanying schedules are fairly stated, in all material respects, in relation to the financial statements as a whole, and the form and content are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

McConnell & Jones LLP

Houston, Texas
September 29, 2022

Retirement Plan of Marathon Oil Company

Statements of Net Assets Available for Benefits

December 31, 2021 and 2020

Assets	2021	2020
Investments, at fair value	<u>\$ 195,165,592</u>	<u>\$ 197,177,435</u>
Total investments	<u>195,165,592</u>	<u>197,177,435</u>
Receivables		
Employer's contributions	9,700,000	12,400,000
Investment sales	40	106,350
Accrued interest and dividends	<u>448,382</u>	<u>545,809</u>
Total receivables	<u>10,148,422</u>	<u>13,052,159</u>
Cash		
Disbursement account for benefit payments	324,454	373,484
At broker	<u>304</u>	<u>—</u>
Total cash	<u>324,758</u>	<u>373,484</u>
Total assets	<u>205,638,772</u>	<u>210,603,078</u>
Liabilities		
Accrued expenses	345,817	347,706
Due to broker	<u>—</u>	<u>8,406</u>
Total Liabilities	<u>345,817</u>	<u>356,112</u>
Net assets available for benefits	<u>\$ 205,292,955</u>	<u>\$ 210,246,966</u>

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

Retirement Plan of Marathon Oil Company
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2021 and 2020

	2021	2020
Additions		
Investment income		
Net appreciation in fair value of investments	\$ 11,265,863	\$ 18,808,287
Interest	119,369	336,952
Dividends	3,887,284	4,209,000
Net investment income	15,272,516	23,354,239
Contributions from plan sponsor (Note 6)	19,600,000	31,900,000
Total additions	34,872,516	55,254,239
Deductions		
Benefits paid directly to participants	37,201,205	89,114,023
Administrative expenses	2,625,322	3,337,350
Total deductions	39,826,527	92,451,373
Net (decrease)	(4,954,011)	(37,197,134)
Net assets available for benefits:		
Beginning of year	210,246,966	247,444,100
End of year	<u>\$ 205,292,955</u>	<u>\$ 210,246,966</u>

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

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

1. Description of the Retirement Plan of Marathon Oil Company

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

General

The Plan was adopted on January 1, 1936. The Plan is a non-contributory defined benefit pension plan covering eligible employees of participating employers which are Marathon Oil Company, Marathon Oil Corporation and Marathon Service Company.

The Plan is sponsored by Marathon Oil Company (the “Company” or “MOC”), 990 Town and Country Blvd, Houston, TX 77024. The Plan’s “Plan Year” is the calendar year. The Plan Administrator is the Benefits Administrative Committee (“BAC”). The Plan’s record keeper is Fidelity Workplace Services LLC (“Fidelity”), and the Plan’s Trustee is Bank of New York Mellon (“BNY Mellon” or the “Trustee”). Wellington Management Group is the Plan’s investment manager of the Plan’s assets, with the exception of the Plan’s investments in private equity, real estate and timber. Investment decisions related to the Plan’s investments are made by the Investment Committee of the Plan. The Company amended and restated the Plan, effective as of August 21, 2020, incorporating prior amendments and making certain governance updates. Effective beginning in 2020, the starting age for required minimum distributions increased to age 72 for certain participants in accordance with the Setting Every Community Up for Retirement Enhancement Act of 2019 (“SECURE Act”).

The Company amended the Plan effective as of January 1, 2021. This amendment was adopted because of the Pension Benefit Guaranty Corporation’s (“PBGC’s”) decision to discontinue publishing interest rates that the Plan used in the lump sum payment calculation for the legacy benefit (as defined below). The amendment generally provides that, upon the PBGC ceasing to publish the interest rates, the Plan will use “PBGC-like” rates in the lump sum payment calculation for the legacy retirement benefit. The “PBGC-like” rates are determined based on a methodology provided for under PBGC guidance that produces interest rates similar to those the PBGC has published in the past.

Pension Benefits

Regular full-time or part-time employees, as defined by the Plan, were eligible to participate in the Plan prior to December 31, 2011 upon meeting the following eligibility requirements: attainment of age 21 and one year of service; not a non-resident alien with no U.S. source income; and not participating in another retirement plan towards which a participating employer makes contributions. Beginning January 1, 2012, employees are immediately eligible upon hire. The one year of service and attainment of age 21 is no longer required. Prior to January 1, 2010, employees vest at the earlier of attainment of the normal retirement age of 65 or after completion of five years of vesting service, as defined by the Plan. Effective January 1, 2010, vesting service for current eligible employees changed to three years. Early retirement benefits payable under the Plan are reduced proportionately based on the early retirement factors as defined by the Plan. The Plan

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

provides a normal form of benefit of a single life annuity for unmarried participants or a joint and 50 percent survivor annuity for married participants who have attained normal retirement age of 65 or who are not eligible to retire under the terms of the Plan. The normal form of benefit for a participant who is eligible for early retirement under the Plan is a single life annuity payable until age 65, with the option to elect a different annuity form of benefit at age 65. The Plan also provides other optional forms of benefit including lump-sum. Early and surviving spouse retirement benefits are also provided.

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

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

2. Significant Accounting Policies

Basis of Accounting

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

Investment Valuation and Income Recognition

Investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for a discussion of fair value measurements.

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

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

Contributions

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

Payment of Benefits

Benefits are recorded when paid.

Administrative Expenses

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

Use of Estimates

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

Risks and Uncertainties

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

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

Reclassifications

Certain reclassifications have been made to the 2020 financial statements to conform to the 2021 financial statement presentation. These reclassifications had no effect on net assets available for benefits.

3. Fair Value Measurements

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

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

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

The Plan's investments are reported at fair value in the accompanying 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 Investment Committee believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. The following provides a description of the valuation techniques employed for each major plan asset class. Methodologies were consistently applied for the 2021 and 2020 plan years.

- Cash and cash equivalents - Mutual funds include an investment in a money market fund that invests mainly in short-term instruments and cash, both of which are valued using a market approach and are considered Level 1. The money market fund is valued at the net asset value ("NAV") of shares held.
- Equity securities - Investments in common stock are valued using a market approach at the closing price reported in an active market and are therefore considered Level 1. Private equity investments include interests in limited partnerships which are valued based on the sum of the estimated fair values of the investments held by each partnership, determined using a combination of market, income and cost approaches, plus working capital, adjusted for liabilities, currency translation and estimated performance incentives. These private equity investments are considered Level 3.
- Insurance contract - The investment in an unallocated annuity contract is valued using a market approach based on the experience of the assets held in an insurer's general account. The majority of the general account is invested in a well-diversified portfolio of high-quality fixed income securities, primarily consisting of investment-grade bonds. Investment income is allocated among pension plans participating in the general account based on the investment year method. Due to the lack of transparency in the use of investment year method earnings rates, this asset is considered Level 3. See Note 4 for additional information.
- Real estate - Real estate investments are valued based on the income approach using discounted cash flows, comparable sales, outside appraisals, price per square foot or some combination thereof and therefore are considered Level 3.

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

- Timber - Timber is composed of investments in two limited liability companies (“LLCs”) with no public market. The LLCs were formed to acquire timberland in the northwest and other properties. The values of the LLCs are determined using a cost approach based on historical cost less depletion for timber previously harvested. These assets are considered Level 3.
- Commingled Funds - The investment in the commingled fund is valued using the NAV of units held. The commingled funds are reported in the fair value table without leveling pursuant to adoption of ASU 2015-07 in 2016. This accounting standard removed the requirement to include investments in the fair value hierarchy for which fair value is measured using the NAV per share practical expedient under accounting standards codification ASC 820. The commingled funds consists of an equity and fixed income portfolio with underlying investments held in U.S. and non-U.S. securities.

The following table sets forth by level, within the fair value hierarchy, the Plan’s investments at fair value as of December 31:

2021	Level 1	Level 2	Level 3	Total
Cash & Cash Equivalents	\$ 1,155,560	\$ —	\$ —	\$ 1,155,560
Equity Securities				
Common stock	27,914,316	—	—	27,914,316
Private Equity	—	—	6,563,869	6,563,869
Other				
Real estate	—	—	4,250,729	4,250,729
Insurance contract	—	—	6,197,873	6,197,873
Timber	—	—	7,841,710	7,841,710
Investments measured at net asset value:				
Commingled funds	—	—	—	141,241,535
Total plan assets	\$ 29,069,876	\$ —	\$ 24,854,181	\$195,165,592

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

2020	Level 1	Level 2	Level 3	Total
Cash & Cash Equivalents	\$ 1,731,333	\$ —	\$ —	\$ 1,731,333
Equity Securities				
Common stock	61,352,398	—	—	61,352,398
Private equities	—	—	8,465,086	8,465,086
Other				
Real estate	—	—	5,235,511	5,235,511
Insurance contract	—	—	6,747,557	6,747,557
Timber	—	—	7,842,569	7,842,569

Investments measured at net asset value:

Commingled funds	—	—	—	105,802,981
Total plan assets	\$ 63,083,731	\$ —	\$28,290,723	\$ 197,177,435

The following tables set forth the summary of purchases and sales of the Plan's level 3 investments for the years ended:

2021					
	Equity Securities	Government Securities	Real Estate	Insurance Contract	Timber
Purchases	123,281	—	42,051	—	—
Sales	(5,201,143)	—	(899,082)	(113,860)	—

2020					
	Equity Securities	Government Securities	Real Estate	Insurance Contract	Timber
Purchases	19,380	36,816,996	232,201	—	—
Sales	(2,819,194)	(42,129,608)	(293,374)	(128,047)	—

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

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

Fair Value Using NAV per Share December 31, 2021					
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
CTF Durable Companies Portfolio	8,570,863	None	Weekly each Wednesday	None	5 days
CTF Opportunistic Fixed Income Allocation Portfolio	13,647,073	None	Daily	None	None
CIF II US Investment Grade Corporate Long Bond Portfolio	42,173,951	None	Daily	None	None
CIF II Select Leaders Portfolio	8,859,581	None	Monthly	None	None
CIF II US Long Treasury Portfolio	16,298,015	None	Daily	None	None
CIF II US Long STRIPS Portfolio	15,976,553	None	Daily	None	None
CIF Global Research Equity Portfolio	27,277,899	None	Daily	None	None
CIF Enduring Assets Portfolio	8,437,600	None	Daily	None	None
	<u>\$141,241,535</u>				

Fair Value Using NAV per Share December 31, 2020					
	Fair Value	Unfunded Commitment	Redemption Frequency	Other Redemption Restrictions	Redemption Notice Period
CTF Durable Companies Portfolio	8,838,664	None	Weekly each Wednesday	None	5 days
CTF Opportunistic Fixed Income Allocation Portfolio	13,439,849	None	Daily	None	None
CIF II US Investment Grade Corporate Long Bond Portfolio	41,534,190	None	Daily	None	None
CIF II Select Leaders Portfolio	8,613,200	None	Monthly	None	None
CIF II US Long Treasury Portfolio	6,723,813	None	Daily	None	None
CIF II US Long STRIPS Portfolio	26,653,265	None	Daily	None	None
	<u>\$105,802,981</u>				

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

4. Insurance Contract

The Plan's investments include an immediate participation guaranteed unallocated annuity contract (the "Contract") with The Equitable Life Assurance Society ("The Equitable"). The Contract funds a portion of the benefits of employees who retired prior to July 1, 1976 or participated in the Plan prior to January 1, 1960. The funds are valued in the Plan financial statements at fair value. At December 31, 2021 and 2020 the fair value of the annuity contract was \$6,197,873 and \$6,747,557, respectively. The Contract participates immediately in the income experience of the general assets of The Equitable. The minimum rate of interest for 2021 and 2020 was 2.50 percent. The investment return is the greater of the rate of such actual investment return or if applicable, the minimum rate. Actual investment return rates were 2.67 and 2.60 percent for 2021 and 2020, respectively.

5. Accumulated Plan Benefits

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

The significant actuarial assumptions used in determining accumulated Plan benefits as of January 1, 2021, are as follows:

Interest rate	5.75%
Mortality rates	Base Table: Pri-2012; Projection Scale: MP-2020
Assumed average retirement age	56 years

The interest rate assumption used to value accrued benefits were 5.75 and 6.00 percent for 2021 and 2020, respectively. The actuarial assumptions are based on the presumption that the Plan will continue. If the Plan is terminated, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits.

The accumulated Plan benefits information at the beginning of the Plan Year as of January 1, 2021, is as follows:

Actuarial present value of accumulated Plan benefits:	
Vested benefits:	
Participants currently receiving payments	\$ 28,675,879
Other participants	182,253,767
Total vested benefits	210,929,646
Non-vested benefits	5,753,524
Total actuarial present value of accumulated Plan benefits	<u>\$ 216,683,170</u>

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

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

Actuarial present value of accumulated Plan benefits at January 1, 2020	\$ 256,447,844
(Decrease)/increase during the year attributable to:	
Benefit payments	(89,114,023)
Interest accumulation	12,752,392
Actuarial assumptions	7,704,001
Other Changes ¹	28,892,956
Net increase	(39,764,674)
Actuarial present value of accumulated Plan benefits at January 1, 2021	<u>\$ 216,683,170</u>

¹Represents the normal operation of the pension plan. It consists primarily of the increase due to ongoing benefit accruals (if any) and those items of plan experience that are not associated with Plan asset performance.

6. Funding Policy

The actuarial cost method used for funding of the Plan is the “standard unit credit” method of actuarial valuation. The funding policy provides that the Company will contribute amounts necessary to maintain the Plan on a sound actuarial basis and in accordance with the minimum funding requirements of ERISA plus any additional amounts which may be approved by management from time to time. The minimum funding requirement was \$14.7 million for the 2021 Plan Year. Actual cash contributions made were \$19.6 million, of which \$9.7 million was reflected as a receivable from the Company as of December 31, 2021.

The minimum funding requirement was \$29.1 million for the 2020 Plan Year. Actual cash contributions made were \$31.9 million of which \$12.4 million was reflected as a receivable from the Company as of December 31, 2020.

7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	2021	2020
Net assets available for benefits per the financial statements	\$ 205,292,955	\$ 210,246,966
Amounts allocated to withdrawing participants	(1,733,661)	(4,182,194)
Net assets per the Form 5500	<u>\$ 203,559,294</u>	<u>\$ 206,064,772</u>

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

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

	2021
Benefits paid to participants per the financial statements	\$ 37,201,205
Amounts allocated to withdrawing participants at December 31, 2021	1,733,661
Amounts allocated to withdrawing participants at December 31, 2020	(4,182,194)
Total benefit payments per the Form 5500	<u>\$ 34,752,672</u>

8. Party-In-Interest Transactions

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

Fees paid by the Plan to the Trustee and the investment managers were \$1.2 million and \$1.4 million, for the years ended December 31, 2021 and 2020, respectively.

9. Plan Termination

The Company has retained the right to amend and modify the Plan, solely at the discretion of the Company. Further, although it has not expressed any current intent to do so, the Company has retained the right to terminate, as well as modify the Plan, to discontinue the contributions thereto, at any time, solely at the discretion of the Company. In the event of the termination of the Plan, the assets thereof shall be distributed in accordance with Section 4044 of ERISA. The Plan is a covered plan, under the plan termination insurance provisions of ERISA, and the 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 be allocated for payment of Plan benefits to the participants in an order of priority determined in accordance with ERISA, applicable regulations thereunder and the Plan document. Whether a particular participant's accumulated Plan benefits will be paid depends on the sufficiency, at that time, of the Plan's net assets to provide those benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty while other benefits may not be provided for at all.

Retirement Plan of Marathon Oil Company

Notes to Financial Statements

December 31, 2021 and 2020

10. Income Tax Status

The IRS has determined and informed the Plan Administrator by letter dated March 1, 2021, that the Plan, as amended, meets the requirements of Internal Revenue Code (“Code”) Section 401(a), and the trust is not subject to tax under present income tax law. The Plan has been amended since receiving the determination letter. However, the Plan Administrator and legal counsel believe that the Plan, as amended, is designed and is currently being operated in compliance with applicable requirements of the Code.

U.S. GAAP requires the Plan Administrator to evaluate uncertain tax positions taken by the Plan. The Plan is required to recognize a tax liability if the position does not meet the more likely than not criteria based on its technical merit. The Plan Administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2021, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

11. Commitments

At December 31, 2021 and 2020, the Plan had additional funding commitments related to various real estate and partnership investments amounting to \$4 million and \$4.4 million, respectively.

12. Subsequent Events

Events and transactions subsequent to the balance sheet date have been evaluated through September 29, 2022, the date these financial statements were issued for potential recognition or disclosure in the financial statements.

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
*	CIF OPP FIXED INCOME	COMMON/COLLECTIVE TRUST	ALLOCATION	12,604,923	13,647,073
*	W93N CIF II US LONG TREASURY	COMMON/COLLECTIVE TRUST		18,011,684	16,298,015
*	W95B WTC CIF II US LONG STRIPS	COMMON/COLLECTIVE TRUST		16,964,765	15,976,553
*	WTC-CIF II US INVESTMENT GRADE	COMMON/COLLECTIVE TRUST	CORPORATE LONG BOND	37,338,149	42,173,951
*	WTC-CIIF II SELECT LEADERS	COMMON/COLLECTIVE TRUST		5,147,850	8,859,581
*	WTC-CTF DURABLE COMP	COMMON/COLLECTIVE TRUST		4,972,932	8,570,863
*	CIF GLOBAL RES EQ	COMMON/COLLECTIVE TRUST		23,748,210	27,277,899
*	W67W CIF ENDURING ASSETS	COMMON/COLLECTIVE TRUST		8,369,682	8,437,600
	ACCENTURE PLC	CORPORATE STOCK - COMMON		48,536	132,241
	ALFA LAVAL AB	CORPORATE STOCK - COMMON		79,533	116,518
	AMERICAN EXPRESS CO	CORPORATE STOCK - COMMON		216,995	326,218
	AMERICAN TOWER CORP	CORPORATE STOCK - COMMON		173,815	266,468
	AMUNDI SA	CORPORATE STOCK - COMMON		126,115	128,706
	ARKEMA SA	CORPORATE STOCK - COMMON		239,121	325,627
	ASTELLAS PHARMA INC	CORPORATE STOCK - COMMON		333,846	347,607
	ASTRAZENECA PLC	CORPORATE STOCK - COMMON	ADR	541,742	684,787
	AUTOLIV INC	CORPORATE STOCK - COMMON		352,896	460,795
	BAE SYSTEMS PLC	CORPORATE STOCK - COMMON		136,708	133,826
	BANK OF AMERICA CORP	CORPORATE STOCK - COMMON		286,835	505,896
	BAXTER INTERNATIONAL INC	CORPORATE STOCK - COMMON		424,972	452,720
	BAYERISCHE MOTOREN WERKE AG	CORPORATE STOCK - COMMON		87,752	98,920
	BLACKROCK INC	CORPORATE STOCK - COMMON		53,311	107,121
	BNP PARIBAS SA	CORPORATE STOCK - COMMON		191,737	256,182
	BROADCOM INC	CORPORATE STOCK - COMMON		137,747	264,168
	CAIXABANK SA	CORPORATE STOCK - COMMON		274,499	236,408
	CATERPILLAR INC	CORPORATE STOCK - COMMON		100,800	166,839
	CHUBB LTD	CORPORATE STOCK - COMMON		327,615	518,651

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	COLGATE-PALMOLIVE CO	CORPORATE STOCK - COMMON	537,212	598,148
	COMCAST CORP	CORPORATE STOCK - COMMON	406,126	509,541
	DEERE & CO	CORPORATE STOCK - COMMON	164,542	313,059
	DERWENT LONDON PLC	CORPORATE STOCK - COMMON	91,523	98,892
	DIAGEO PLC	CORPORATE STOCK - COMMON	95,337	139,889
	DOLLARAMA INC	CORPORATE STOCK - COMMON	185,834	278,521
	DUKE ENERGY CORP	CORPORATE STOCK - COMMON	335,511	369,877
	ELI LILLY & CO	CORPORATE STOCK - COMMON	268,220	417,368
	ENGIE SA	CORPORATE STOCK - COMMON	229,056	231,006
	GENERAL DYNAMICS CORP	CORPORATE STOCK - COMMON	162,507	176,783
	GENERAL MOTORS CO	CORPORATE STOCK - COMMON	187,626	333,781
	GILEAD SCIENCES INC	CORPORATE STOCK - COMMON	126,095	138,322
	HONDA MOTOR CO LTD	CORPORATE STOCK - COMMON	159,408	157,075
	HONEYWELL INTERNATIONAL INC	CORPORATE STOCK - COMMON	54,816	75,689
	IBERDROLA SA	CORPORATE STOCK - COMMON	281,665	392,734
	INTEL CORP	CORPORATE STOCK - COMMON	81,495	96,563
	ISUZU MOTORS LTD	CORPORATE STOCK - COMMON	196,686	223,656
	JOHNSON & JOHNSON	CORPORATE STOCK - COMMON	663,457	787,435
	JPMORGAN CHASE & CO	CORPORATE STOCK - COMMON	185,279	348,528
	JULIUS BAER GROUP LTD	CORPORATE STOCK - COMMON	121,807	180,287
	KLA CORP	CORPORATE STOCK - COMMON	103,969	276,991
	LINDE PLC	CORPORATE STOCK - COMMON	116,683	250,896
	LOCKHEED MARTIN CORP	CORPORATE STOCK - COMMON	237,089	314,538
	LUNDIN ENERGY AB	CORPORATE STOCK - COMMON	246,557	290,671
	MARSH & MCLENNAN COS INC	CORPORATE STOCK - COMMON	90,778	162,174
	MARUI GROUP CO LTD	CORPORATE STOCK - COMMON	237,411	227,489
	MCDONALD'S CORP	CORPORATE STOCK - COMMON	115,636	174,514
	MEDTRONIC PLC	CORPORATE STOCK - COMMON	321,127	394,145

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	MERCK & CO INC	CORPORATE STOCK - COMMON	399,590	474,632
	MICROSOFT CORP	CORPORATE STOCK - COMMON	238,015	894,948
	MITSUBISHI ESTATE CO LTD	CORPORATE STOCK - COMMON	172,104	162,005
	MITSUBISHI UFJ FINANCIAL GROUP	CORPORATE STOCK - COMMON	214,211	202,173
	MONDELEZ INTERNATIONAL INC	CORPORATE STOCK - COMMON	329,462	471,796
	NESTLE SA	CORPORATE STOCK - COMMON	307,955	475,828
	NIPPON TELEGRAPH & TELEPHONE C	CORPORATE STOCK - COMMON	364,730	386,409
	NORTHROP GRUMMAN CORP	CORPORATE STOCK - COMMON	472,181	564,348
	NOVARTIS AG	CORPORATE STOCK - COMMON	522,315	579,401
	PEPSICO INC	CORPORATE STOCK - COMMON	258,734	365,486
	PIONEER NATURAL RESOURCES CO	CORPORATE STOCK - COMMON	227,708	330,476
	PNC FINANCIAL SERVICES GROUP I	CORPORATE STOCK - COMMON	176,575	321,634
	PRUDENTIAL PLC	CORPORATE STOCK - COMMON	200,222	202,644
	RAYTHEON TECHNOLOGIES CORP	CORPORATE STOCK - COMMON	307,511	387,356
	ROTORK PLC	CORPORATE STOCK - COMMON	113,230	135,026
	SAMSUNG ELECTRONICS CO LTD	CORPORATE STOCK - COMMON	282,460	378,936
	SCHNEIDER ELECTRIC SE	CORPORATE STOCK - COMMON	45,013	103,356
	SEMPRA ENERGY	CORPORATE STOCK - COMMON	317,315	361,257
	TAIWAN SEMICONDUCTOR MANUFACTU	CORPORATE STOCK - COMMON	193,590	463,690
	TEXAS INSTRUMENTS INC	CORPORATE STOCK - COMMON	309,993	418,026
	TJX COS INC/THE	CORPORATE STOCK - COMMON	493,053	641,600
	TOKIO MARINE HOLDINGS INC	CORPORATE STOCK - COMMON	338,072	446,949
	UNION PACIFIC CORP	CORPORATE STOCK - COMMON	234,232	341,869
	UNITED PARCEL SERVICE INC	CORPORATE STOCK - COMMON	384,527	733,900
	UNITEDHEALTH GROUP INC	CORPORATE STOCK - COMMON	183,799	446,402
	VERIZON COMMUNICATIONS INC	CORPORATE STOCK - COMMON	70,875	71,705
	VINCI SA	CORPORATE STOCK - COMMON	165,916	198,002
	WPP PLC	CORPORATE STOCK - COMMON	161,609	318,197

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	ZURICH INSURANCE GROUP AG	CORPORATE STOCK - COMMON	193,238	253,120
	SAFRAN SA	CORPORATE STOCK - COMMON	396,325	359,947
	ERSTE GROUP BANK AG	CORPORATE STOCK - COMMON	224,024	295,917
	TOTALENERGIES SE	CORPORATE STOCK - COMMON	283,839	290,309
	NOKIA OYJ	CORPORATE STOCK - COMMON	288,919	336,734
	AIA GROUP LTD	CORPORATE STOCK - COMMON HK/01299	305,426	270,190
	RESONA HOLDINGS INC	CORPORATE STOCK - COMMON	225,946	218,348
	NIHON UNISYS LTD	CORPORATE STOCK - COMMON	183,853	165,490
	VISA INC	CORPORATE STOCK - COMMON	410,508	424,101
	ALPHABET INC	CORPORATE STOCK - COMMON	73,296	211,484
	CISCO SYSTEMS INC	CORPORATE STOCK - COMMON	447,010	722,355
	SWAP COLLATERAL WITH MORGAN	INTEREST-BEARING CASH STANLEY	1,093	1,093
*	BNY MELLON CASH RESERVE	INTEREST-BEARING CASH 0.100% 12/31/2049 DD 06/26/97	13	13
	AEA INVESTORS 2006 FUND LP	PARTNERSHIP/JOINT VENTURE INTEREST	73,620	94,110
	AURORA EQUITY PARTNERS IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	212,117	242,588
	BLACKSTONE RE VI	PARTNERSHIP/JOINT VENTURE INTEREST	86,294	68,472
	CAI PARTNERS & COMPANY IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	—	1
	CLAYTON DUBILIER & RICE VIII	PARTNERSHIP/JOINT VENTURE INTEREST LP	209,078	364,229
	CLAYTON DUBILIER RICE VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	69,837	170
	DEVON PARK BIOVENTURES LP	PARTNERSHIP/JOINT VENTURE INTEREST	32,985	25,218
	DLJ REAL ESTATE CAPITAL	PARTNERSHIP/JOINT VENTURE INTEREST PARTNERS III LP	1,302,059	383,386
	DLJ REAL ESTATE IV	PARTNERSHIP/JOINT VENTURE INTEREST	2,142,706	1,646,824
	FOURTH CINVEN FUND TRUST	PARTNERSHIP/JOINT VENTURE INTEREST LIMITED PARTNERSHIP	430,627	7,371
	GEAM INTERNATIONAL PRIVATE EQU	PARTNERSHIP/JOINT VENTURE INTEREST ITY FUND LP	111,956	456,760
	INTERNATIONAL PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST PARTNERS II	456,613	—
	LASALLE MEXICO FUND I LP	PARTNERSHIP/JOINT VENTURE INTEREST	1,039,783	438,484
	PERFORMANCE DIRECT INVESTMENT	PARTNERSHIP/JOINT VENTURE INTEREST II LP	335,845	183,470
	PHARMASTEM CORP C CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	PHARMASTEM CORP D CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—
	PHARMASTEM THERAPEUTICS A PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—
	PHARMASTEM THERAPEUTICS B PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—
	TCI TIMBER COMPANY - CHINOOK	PARTNERSHIP/JOINT VENTURE INTEREST	4,439,420	6,112,320
	TCI TIMBER COMPANY - SHASTA	PARTNERSHIP/JOINT VENTURE INTEREST	2,193,785	1,729,390
	TENAYA CAPITAL VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	1,428,904	1,771,839
	TENAYA CAPITAL V-P LP	PARTNERSHIP/JOINT VENTURE INTEREST	215,287	96,205
	THIRD CINVEN FUND US (NO 3) LP	PARTNERSHIP/JOINT VENTURE INTEREST	142,780	7,316
	TRIDENT CAPITAL FUND IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	112,188	488,796
	TRIDENT V STONE POINT LP	PARTNERSHIP/JOINT VENTURE INTEREST	1,314,469	2,726,086
	WARBURG PINCUS PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST IX LP	21,208	11,305
	WARBURG PINCUS X	PARTNERSHIP/JOINT VENTURE INTEREST	196,539	88,405
	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS COMPANY AC1547A	4,368,184	6,197,873
	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS COMPANY AC6096	—	—
	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS COMPANY AC6266	—	—
	MASS MUTUAL	POOLED SEPARATE ACCOUNTS	—	—
	AETOS CAPITAL ASIA II LP	REAL ESTATE	597,333	37,015
	AETOS CAPITAL ASIA III LP	REAL ESTATE	1,577,315	139,371
	AG CORE PLUS REALTY FD III LP	REAL ESTATE	467,138	179,195
	AG CORE PLUS REALTY FUND II LP	REAL ESTATE	231,781	1
	AVANTI STRATEGIC LAND IV -	REAL ESTATE ACTIVE	—	333
	AVANTI STRATEGIC LAND IV -	REAL ESTATE PASSIVE	7,722	14,655
	AVANTI STRATEGIC LAND V	REAL ESTATE	683,644	290,509
	AVANTI STRATEGIC LAND VI	REAL ESTATE	808,252	694,000
	BLACKSTONE R/E PARTNERS IV	REAL ESTATE	571,708	42,713
	BLACKSTONE REAL ESTATE	REAL ESTATE PARTNERS V LP	123,866	80,008
	CPI CCP EU-T SCOTS LP	REAL ESTATE	1,051,860	45,636
	CPI CP ASIA T E L P	REAL ESTATE	535,860	78,791

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	ROCKPOINT RE FUND III	REAL ESTATE		392,050	96,497
	ROCKPOINT REAL ESTATE FUND II	REAL ESTATE		631,238	14,839
	DREYFUS TREAS & AGY CSH CSH MG	REGISTERED INVESTMENT COMPANIES	VAR RT 12/31/2049 DD 04/09/97	1,154,454	1,154,454
	Total Investment			177,585,214	195,165,592

* Indicates party-in-interest.

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year, 2021)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(c) Cost of acquisitions	(d) Proceeds of dispositions
99F295C1C	S & P 500 EMINI INDEX FUT (CME	EXP MAR 21	—	75
99F734C1D	MSCI EAFE FUTURE (NYF)	EXP MAR 21	—	2,400
99F740C1D	MSCI EMGMKT FUTURE (NYF)	EXP MAR 21	—	2,305
EE5579102	ACCIONA SA		(42,199)	41,887
EEBMTR9H9	CELLNEX TELECOM SA	RTS	—	60
EFB0NJJ12	ELECTRICITE DE FRANCE SA		(16,728)	16,881
FH6460791	CHINA GAS HOLDINGS LTD	HK/00384	(210,634)	192,782
FK6224877	SK TELECOM CO LTD		(250,620)	283,929
LBB1YCHL2	CIA DE SANEAMENTO BASICO DO ES		(138,674)	130,631

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4j - Schedule of Reportable Transactions, 2021

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of asset (include interest rate and maturity in case of a loan)	(c) Purchase Price	(d) Selling price	(e) Lease Rental	(f) Expense incurred with transactions	(g) Cost of asset	(h) Current value of assets on transaction date	(i) Net gain or (loss)
	Series of Transactions in Excess of 5% of Plan Assets:							
996085247	DREYFUS TREAS & AGY CSH CSH MG-VAR RT	—	54,393,081	—	—	54,393,081	—	—
99VVBHLY4	WTC-CIF II US INVESTMENT GRADE-CORPORATE LONG BOND	—	4,287,272	—	—	3,857,673	—	429,599
99VVCCD98	CIF GLOBAL RES EQ-	—	3,185,000	—	—	2,928,849	—	256,151
	Single Transactions in Excess of 5% of Plan Assets:							
99VVCCD98	CIF GLOBAL RES EQ	—	—	—	—	13,400,000	—	—
99VVCCD98	CIF GLOBAL RES EQ	—	—	—	—	12,975,427	—	—

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2021

Attained Age	Number of Participants and Average Compensation									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	8	19								
25-29	10	68 \$111,343	27 \$126,410							
30-34	7	115 \$128,669	84 \$144,383	22 \$167,295	1					
35-39	1	103 \$146,382	74 \$150,901	40 \$182,040	12	1				
40-44	6	71 \$178,989	69 \$147,020	31 \$181,585	23 \$201,048	12				
45-49		53 \$141,189	54 \$148,734	26 \$198,112	17	16	3			
50-54	4	28 \$162,865	39 \$145,923	22 \$181,109	9	7	2	12		
55-59	1	27 \$136,550	25 \$161,673	9	10	6	1	13	4	
60-64		11	16	5	5	4	2	5	4	3
65-69		1	5	2	2	1				
70+				2						

N-1260

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2020), each adjusted as needed to fall within the 25-year average interest rate corridor under ARPA
1st Segment Rate	4.75%
2nd Segment Rate	5.36%
3rd Segment Rate	6.11%
Salary Increases	
Minimum Funding Target Normal Cost	0.5% for all ages for 2021, then Table 1
Cash Balance Interest Crediting Rate	24-Month average of 30-year Treasury Bill through August of prior year but not less than 3.00%. (3.00% as of 2021)
Optional Payment Form Election Percentage	
For retirement	90% assumed to elect lump sum and 10% assumed to elect annuity
For termination prior to retirement	50% assumed to elect immediate lump sum and 50% assumed to defer, and those deferring would commence at ages using the retirement rate assumption with 90% assumed to elect a lump sum
Lump Sum Conversion Basis	The mortality table required under 417(e) for 2021 and the underlying liability interest rates, same as funding interest rates above for lump sums
PBGC basis	The RP-2000 combined healthy mortality table weighted 75% male/25% female and an immediate interest rate derived from the 24-month average of PBGC rates through August of the prior year. (0.66% for 2021) (4.00% for deferral period).
Retirement Age	
Active Participants	See Table 2
Terminated Vested Participants	50% assumed to elect immediate lump sum and 50% assumed to defer, and those deferring would commence at ages using the retirement rate assumption with 90% assumed to elect a lump sum
Mortality Rates	
Healthy and Disabled	2021 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(a)(3) and IRS Notice 2019-67

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Withdrawal Rates	See Table 3
Disability Rates	See Table 4
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%)
Surviving Spouse Benefit	It is assumed that 75% of males and 60% of females have an eligible spouse, and that males are two years older than their spouses
Valuation Compensation	2020 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 \$230,000 and the IRC section 401(a)(17) compensation limit of \$290,000
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% not 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>
Expected Return on Assets	
2019 Plan Year	6.25%, limited to 6.11%
2020 Plan Year	6.00%, limited to 5.94%
2021 Plan Year	5.75%
Trust Expenses Included in Target Normal Cost	Administrative expenses paid during the prior year. (\$2,035,252 for 2021)
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2021

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 1

Salary Merit Increase Rates

Age	Rate	Age	Rate
21	7.25%	51	4.00%
22	7.25%	52	4.00%
23	7.25%	53	4.00%
24	7.25%	54	4.00%
25	7.25%	55	4.00%
26	7.25%	56	3.50%
27	7.25%	57	3.50%
28	7.25%	58	3.50%
29	7.25%	59	3.50%
30	7.25%	60	3.50%
31	7.25%	61	3.50%
32	7.25%	62	3.50%
33	7.25%	63	3.50%
34	7.25%	64	3.50%
35	7.25%	65+	3.50%
36	7.25%		
37	7.25%		
38	7.25%		
39	7.25%		
40	7.25%		
41	6.50%		
42	6.50%		
43	6.50%		
44	6.50%		
45	6.50%		
46	5.25%		
47	5.25%		
48	5.25%		
49	5.25%		
50	5.25%		

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 2

Retirement Rates

Age	Rate
50	8.00%
51	10.00%
52	12.00%
53	14.00%
54	15.00%
55	20.00%
56	20.00%
57	20.00%
58	30.00%
59	30.00%
60	35.00%
61	35.00%
62	45.00%
63	30.00%
64	40.00%
65	40.00%
66	40.00%
67	40.00%
68	40.00%
69	40.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 3 –Page 1 of 2

Withdrawal Rates

Age	Years of Service	
	0-2	3+
15	15.00%	13.00%
16	15.00%	13.00%
17	15.00%	13.00%
18	15.00%	13.00%
19	15.00%	13.00%
20	15.00%	13.00%
21	15.00%	13.00%
22	15.00%	13.00%
23	15.00%	13.00%
24	15.00%	13.00%
25	15.00%	13.00%
26	15.00%	13.00%
27	15.00%	13.00%
28	15.00%	13.00%
29	15.00%	13.00%
30	15.00%	12.50%
31	15.00%	12.50%
32	15.00%	12.50%
33	15.00%	12.50%
34	15.00%	12.50%
35	15.00%	12.00%
36	15.00%	11.50%
37	15.00%	11.00%
38	15.00%	10.50%
39	15.00%	10.00%
40	15.00%	9.50%
41	15.00%	9.00%
42	15.00%	9.00%
43	15.00%	8.50%
44	15.00%	8.50%

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 3—Page 2 of 2

Withdrawal Rates

Age	Years of Service	
	0-2	3+
45	15.00%	8.00%
46	15.00%	8.00%
47	15.00%	7.50%
48	15.00%	7.50%
49	15.00%	8.00%
50	15.00%	8.00%
51	15.00%	8.50%
52	15.00%	8.50%
53	15.00%	9.00%
54	15.00%	9.50%
55	15.00%	10.00%
56	15.00%	10.00%
57	15.00%	10.00%
58	15.00%	10.00%
59	15.00%	10.00%
60	15.00%	10.00%
61	15.00%	10.00%
62	15.00%	10.00%
63	15.00%	10.00%
64	15.00%	10.00%
65+	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 4

Disability Rates

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

Retirement Plan of Marathon Oil Company
Plan Number 001 EIN 25-1410539
Schedule H, Line 4j - Schedule of Reportable Transactions, 2021

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of asset (include interest rate and maturity in case of a loan)	(c) Purchase Price	(d) Selling price	(e) Lease Rental	(f) Expense incurred with transactions	(g) Cost of asset	(h) Current value of assets on transaction date	(i) Net gain or (loss)
	Series of Transactions in Excess of 5% of Plan Assets:							
996085247	DREYFUS TREAS & AGY CSH CSH MG-VAR RT	—	54,393,081	—	—	54,393,081	—	—
99VVBHLY4	WTC-CIF II US INVESTMENT GRADE-CORPORATE LONG BOND	—	4,287,272	—	—	3,857,673	—	429,599
99VVCCD98	CIF GLOBAL RES EQ-	—	3,185,000	—	—	2,928,849	—	256,151
	Single Transactions in Excess of 5% of Plan Assets:							
99VVCCD98	CIF GLOBAL RES EQ	—	—	—	—	13,400,000	—	—
99VVCCD98	CIF GLOBAL RES EQ	—	—	—	—	12,975,427	—	—

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	<small>OMB No. 1210-0110</small> 2021 This Form is Open to Public Inspection
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For calendar plan year 2021 or fiscal plan year beginning 01/01/2021 and ending 12/31/2021

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

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

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

Part I	Basic Information		
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2021</u>		
2	Assets:		
	a Market value	2a	207,840,722
	b Actuarial value	2b	190,654,120
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target
	a For retired participants and beneficiaries receiving payment	564	29,928,790
	b For terminated vested participants	902	51,639,434
	c For active participants	1,260	118,294,842
	d Total	2,726	199,863,066
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	5.56%
6	Target normal cost		
	a Present value of current plan year accruals	6a	11,291,555
	b Expected plan-related expenses	6b	2,035,252
	c Total (line 6a + line 6b)	6c	13,326,807

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	Carl Gillette <i>CG</i> <div style="text-align: center;">Signature of actuary</div>	09/22/2022 <div style="text-align: center;">Date</div>
	Carl Gillette <div style="text-align: center;">Type or print name of actuary</div>	2007739 <div style="text-align: center;">Most recent enrollment number</div>
	AON CONSULTING, INC. <div style="text-align: center;">Firm name</div>	281-882-1000 <div style="text-align: center;">Telephone number (including area code)</div>
	MSC# 17866 P.O. Box 803507 Dallas TX 75380 <div style="text-align: center;">Address of the firm</div>	

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) 2021
v. 201209

Liquidity shortfall as of end of quarter of this plan year

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

21 Discount rate:				
a Segment rates:	1st segment: 4.75 %	2nd segment: 5.36 %	3rd segment: 6.11 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 56
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 6c).....	31a	13,326,807	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment	14,724,339		1,372,921
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		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33).....	34	14,699,728	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	14,699,728	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	18,706,977	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	4,007,249	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

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

41 If an election was made to use PRA 2010 funding relief for this plan:	
a Schedule elected	☐ 2 plus 7 years ☐ 15 years
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2021

Date	Amount	Days to Discount to 1/1/2021 at 5.56%	Interest Adjusted Contribution
April 15, 2021	\$ 7,300,000	104	\$ 7,188,316
October 15, 2021	2,600,000	287	2,491,700
January 14, 2022	5,400,000	378	5,105,725
September 15, 2022	4,300,000	622	3,921,236
Total Contribution	\$ 19,600,000		\$ 18,706,977

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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

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

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	8.00%	1.0000	4.04
51.5	10.00%	0.9200	4.74
52.5	12.00%	0.8280	5.22
53.5	14.00%	0.7286	5.46
54.5	15.00%	0.6266	5.12
55.5	20.00%	0.5326	5.91
56.5	20.00%	0.4261	4.82
57.5	20.00%	0.3409	3.92
58.5	30.00%	0.2727	4.79
59.5	30.00%	0.1909	3.41
60.5	35.00%	0.1336	2.83
61.5	35.00%	0.0869	1.87
62.5	45.00%	0.0565	1.59
63.5	30.00%	0.0311	0.59
64.5	40.00%	0.0217	0.56
65.5	40.00%	0.0130	0.34
66.5	40.00%	0.0078	0.21
67.5	40.00%	0.0047	0.13
68.5	40.00%	0.0028	0.08
69.5	40.00%	0.0017	0.05
70	100.00%	0.0010	0.07
Weighted Average			55.75

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- A change in the assumed PBGC immediate interest rate from 1.04% to 0.66%. Please note that the underlying assumption methodology did not change and the change in the assumption was strictly due to changes in the economic environment.
- The salary increase assumption was changed to 0.5% for all ages for the year 2021 and then to the assumption of the 2020 valuation with an increase of 0.5% for all age groups.
- A change in the unlimited expected rate of return on assets from 6.00% to 5.75%.

These changes were made to better reflect the anticipated plan experience. These assumption changes did not reduce the funding shortfall more than the threshold stated in Internal Revenue Code Section 430(h)(5); as such, approval of the Commissioner is not required.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 26—Schedule of Active Participant Data as of January 1, 2021

Attained Age	Number of Participants and Average Compensation									
	Years of Credited Service									
	<1	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40+
<25	8	19								
25-29	10	68 \$111,343	27 \$126,410							
30-34	7	115 \$128,669	84 \$144,383	22 \$167,295	1					
35-39	1	103 \$146,382	74 \$150,901	40 \$182,040	12	1				
40-44	6	71 \$178,989	69 \$147,020	31 \$181,585	23 \$201,048	12				
45-49		53 \$141,189	54 \$148,734	26 \$198,112	17	16	3			
50-54	4	28 \$162,865	39 \$145,923	22 \$181,109	9	7	2	12		
55-59	1	27 \$136,550	25 \$161,673	9	10	6	1	13	4	
60-64		11	16	5	5	4	2	5	4	3
65-69		1	5	2	2	1				
70+				2						

N-1260

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 14,724,339	January 1, 2021	15	\$ 1,372,921

Under the American Rescue Plan Act of 2021 (ARPA), the shortfall relief wipes out existing shortfall amortization bases and changes the amortization period. By default, this relief would have applied starting with the 2022 plan year.

On September 22, 2021, Marathon Oil Company made an explicit election to apply the ARPA shortfall amortization relief as of January 1, 2021. Therefore, this Schedule SB reflects the ARPA shortfall amortization relief effective with the 2021 plan year.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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

Interest Rates for Minimum Funding Purposes	Based on segment rates with a four-month lookback (as of September 2020), each adjusted as needed to fall within the 25-year average interest rate corridor under ARPA
1st Segment Rate	4.75%
2nd Segment Rate	5.36%
3rd Segment Rate	6.11%
Salary Increases	
Minimum Funding Target Normal Cost	0.5% for all ages for 2021, then Table 1
Cash Balance Interest Crediting Rate	24-Month average of 30-year Treasury Bill through August of prior year but not less than 3.00%. (3.00% as of 2021)
Optional Payment Form Election Percentage	
For retirement	90% assumed to elect lump sum and 10% assumed to elect annuity
For termination prior to retirement	50% assumed to elect immediate lump sum and 50% assumed to defer, and those deferring would commence at ages using the retirement rate assumption with 90% assumed to elect a lump sum
Lump Sum Conversion Basis	The mortality table required under 417(e) for 2021 and the underlying liability interest rates, same as funding interest rates above for lump sums
PBGC basis	The RP-2000 combined healthy mortality table weighted 75% male/25% female and an immediate interest rate derived from the 24-month average of PBGC rates through August of the prior year. (0.66% for 2021) (4.00% for deferral period).
Retirement Age	
Active Participants	See Table 2
Terminated Vested Participants	50% assumed to elect immediate lump sum and 50% assumed to defer, and those deferring would commence at ages using the retirement rate assumption with 90% assumed to elect a lump sum
Mortality Rates	
Healthy and Disabled	2021 static mortality table for annuitants and non-annuitants per §1.430(h)(3)-1(a)(3) and IRS Notice 2019-67

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Withdrawal Rates	See Table 3
Disability Rates	See Table 4
Decrement Timing	Middle of year decrements (except that retirement is assumed to occur at the beginning of the year for ages where the assumed retirement rate is 100%)
Surviving Spouse Benefit	It is assumed that 75% of males and 60% of females have an eligible spouse, and that males are two years older than their spouses
Valuation Compensation	2020 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 \$230,000 and the IRC section 401(a)(17) compensation limit of \$290,000
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% not 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>
Expected Return on Assets	
2019 Plan Year	6.25%, limited to 6.11%
2020 Plan Year	6.00%, limited to 5.94%
2021 Plan Year	5.75%
Trust Expenses Included in Target Normal Cost	Administrative expenses paid during the prior year. (\$2,035,252 for 2021)
Actuarial Method	Standard unit credit cost method
Valuation Date	January 1, 2021

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 1

Salary Merit Increase Rates

Age	Rate	Age	Rate
21	7.25%	51	4.00%
22	7.25%	52	4.00%
23	7.25%	53	4.00%
24	7.25%	54	4.00%
25	7.25%	55	4.00%
26	7.25%	56	3.50%
27	7.25%	57	3.50%
28	7.25%	58	3.50%
29	7.25%	59	3.50%
30	7.25%	60	3.50%
31	7.25%	61	3.50%
32	7.25%	62	3.50%
33	7.25%	63	3.50%
34	7.25%	64	3.50%
35	7.25%	65+	3.50%
36	7.25%		
37	7.25%		
38	7.25%		
39	7.25%		
40	7.25%		
41	6.50%		
42	6.50%		
43	6.50%		
44	6.50%		
45	6.50%		
46	5.25%		
47	5.25%		
48	5.25%		
49	5.25%		
50	5.25%		

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 2

Retirement Rates

Age	Rate
50	8.00%
51	10.00%
52	12.00%
53	14.00%
54	15.00%
55	20.00%
56	20.00%
57	20.00%
58	30.00%
59	30.00%
60	35.00%
61	35.00%
62	45.00%
63	30.00%
64	40.00%
65	40.00%
66	40.00%
67	40.00%
68	40.00%
69	40.00%
70+	100.00%

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 3 –Page 1 of 2

Withdrawal Rates

Age	Years of Service	
	0-2	3+
15	15.00%	13.00%
16	15.00%	13.00%
17	15.00%	13.00%
18	15.00%	13.00%
19	15.00%	13.00%
20	15.00%	13.00%
21	15.00%	13.00%
22	15.00%	13.00%
23	15.00%	13.00%
24	15.00%	13.00%
25	15.00%	13.00%
26	15.00%	13.00%
27	15.00%	13.00%
28	15.00%	13.00%
29	15.00%	13.00%
30	15.00%	12.50%
31	15.00%	12.50%
32	15.00%	12.50%
33	15.00%	12.50%
34	15.00%	12.50%
35	15.00%	12.00%
36	15.00%	11.50%
37	15.00%	11.00%
38	15.00%	10.50%
39	15.00%	10.00%
40	15.00%	9.50%
41	15.00%	9.00%
42	15.00%	9.00%
43	15.00%	8.50%
44	15.00%	8.50%

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 3—Page 2 of 2

Withdrawal Rates

Age	Years of Service	
	0-2	3+
45	15.00%	8.00%
46	15.00%	8.00%
47	15.00%	7.50%
48	15.00%	7.50%
49	15.00%	8.00%
50	15.00%	8.00%
51	15.00%	8.50%
52	15.00%	8.50%
53	15.00%	9.00%
54	15.00%	9.50%
55	15.00%	10.00%
56	15.00%	10.00%
57	15.00%	10.00%
58	15.00%	10.00%
59	15.00%	10.00%
60	15.00%	10.00%
61	15.00%	10.00%
62	15.00%	10.00%
63	15.00%	10.00%
64	15.00%	10.00%
65+	0.00%	0.00%

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Table 4

Disability Rates

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

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, Part V—Summary of Plan Provisions

Effective Date	The Retirement Plan of Marathon Oil Company was established in 1936. Amendments adopted or effective by January 1, 2020 are reflected in this valuation.
Eligibility for Participation	Immediate participation.
Normal Retirement Eligibility	Age 65.
Benefit	Frozen service benefit plus cash balance account. The frozen service benefit is converted to a lump sum and added to the cash balance account or the cash balance account is converted to an annuity and added to the frozen service benefit.
Early Retirement Eligibility	Age 50 and 10 years of vesting service.
Benefit	Frozen service benefit reduced 3% per year from age 62 and 4% per year from age 59 plus cash balance account.
Vested Termination Benefits Eligibility	Three years of vesting service (benefits accrued as of January 1, 2002 are 100% vested).
Benefit	Frozen service benefit payable at age 65 (actuarially reduced for early commencement) plus cash balance account.
Disability Benefit Eligibility	Three years of vesting service.
Benefit	Benefit accrued based on service at termination due to disability.
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.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

	100% of the cash balance account is payable to the beneficiary.
Death After Early Retirement	
Eligibility	Death after retirement but prior to age 65.
Benefits	50% of the frozen service benefit amount the member was receiving as a lifetime form of benefit, exclusive of any temporary supplemental benefits.
Death After Vested Termination	
Eligibility	Death after vested termination but prior to commencement of benefit.
Benefits	50% of the frozen service benefit to which the member was entitled as a vested terminated employee. If the member is under age 50 at the time of his death, payment of the frozen service benefit to his spouse will be deferred until the time he would have attained age 50.
	100% of the cash balance account is payable to the beneficiary.
Normal Form of Annuity	
Without Spouse	Life annuity.
With Spouse	Joint and survivor annuity actuarially equivalent to the retirement benefit payable for employee's lifetime. Participant receives reduced lifetime benefit and, in event of participant's death, 50% of reduced benefit continued to surviving spouse.
Optional Forms of Annuity	Life annuity; term certain and life annuity; joint and survivor annuity (25%, 50%, 75% or 100%); lump sum.
Definitions	
Frozen Service Benefit	Monthly benefit payable to a member upon normal retirement equal to [(1) less (2)] times (3): (1) 60% of final average pay (average of highest 36 consecutive months of last 10 years of service). (2) 50% of the member's Social Security benefit. (3) Ratio of actual years of service to 37.5 years, with such ratio not greater than one.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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

Cash Balance Account

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

Pay Credits

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

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

Interest Credits

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

Benefit and Vesting Service

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

Compensation

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

Average Monthly Compensation

Average monthly compensation in the 36 highest consecutive calendar months during the last 10 years of participation.

Social Security Benefit

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

Plan Year

January 1 to December 31.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Actuarial Equivalence

Conversion of Frozen Service Benefit
to Lump Sum

The greater of the minimum amount required under IRC section 417(e)(3) or an amount based on the current interest rate assumption and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

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

- (1) The simple average (rounded to the nearest $\frac{1}{4}$ 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.

Conversion of Cash Balance Account
to Monthly Single Life Annuity

Based on the applicable mortality and interest rates under IRC section 417(e)(3).

Other Optional Forms

7% and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

Changes in Plan Provisions for the January 1, 2021 Valuation

- An increase in the annual pay limit under IRC section 401(a)(17) from \$285,000 in 2020 to \$290,000 in 2021.
- The mortality table used for lump sum calculations changed from the 417(e) table for 2020 to the 417(e) table for 2021.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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.

Under the American Rescue Plan Act of 2021 (ARPA), the stabilized interest rates for certain purposes will be adjusted once the ARPA stabilization is applied. By default, this stabilization would have applied starting with the 2020 plan year.

On September 22, 2021, Marathon Oil Company made an explicit election to apply the ARPA interest rate relief (for all purposes) as of January 1, 2021. Therefore, this Schedule SB reflects stabilized 2021 minimum funding interest rates that are adjusted for ARPA.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 19—Discounted Employer Contributions

Year applied for contributions: 2021

Date	Amount	Days to Discount to 1/1/2021 at 5.56%	Interest Adjusted Contribution
April 15, 2021	\$ 7,300,000	104	\$ 7,188,316
October 15, 2021	2,600,000	287	2,491,700
January 14, 2022	5,400,000	378	5,105,725
September 15, 2022	4,300,000	622	3,921,236
Total Contribution	\$ 19,600,000		\$ 18,706,977

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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

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

(a) Age	(b) Rate	(c) Weight	(d) Product (a) × (b) × (c)
50.5	8.00%	1.0000	4.04
51.5	10.00%	0.9200	4.74
52.5	12.00%	0.8280	5.22
53.5	14.00%	0.7286	5.46
54.5	15.00%	0.6266	5.12
55.5	20.00%	0.5326	5.91
56.5	20.00%	0.4261	4.82
57.5	20.00%	0.3409	3.92
58.5	30.00%	0.2727	4.79
59.5	30.00%	0.1909	3.41
60.5	35.00%	0.1336	2.83
61.5	35.00%	0.0869	1.87
62.5	45.00%	0.0565	1.59
63.5	30.00%	0.0311	0.59
64.5	40.00%	0.0217	0.56
65.5	40.00%	0.0130	0.34
66.5	40.00%	0.0078	0.21
67.5	40.00%	0.0047	0.13
68.5	40.00%	0.0028	0.08
69.5	40.00%	0.0017	0.05
70	100.00%	0.0010	0.07
Weighted Average			55.75

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, Part V—Summary of Plan Provisions

Effective Date	The Retirement Plan of Marathon Oil Company was established in 1936. Amendments adopted or effective by January 1, 2020 are reflected in this valuation.
Eligibility for Participation	Immediate participation.
Normal Retirement Eligibility	Age 65.
Benefit	Frozen service benefit plus cash balance account. The frozen service benefit is converted to a lump sum and added to the cash balance account or the cash balance account is converted to an annuity and added to the frozen service benefit.
Early Retirement Eligibility	Age 50 and 10 years of vesting service.
Benefit	Frozen service benefit reduced 3% per year from age 62 and 4% per year from age 59 plus cash balance account.
Vested Termination Benefits Eligibility	Three years of vesting service (benefits accrued as of January 1, 2002 are 100% vested).
Benefit	Frozen service benefit payable at age 65 (actuarially reduced for early commencement) plus cash balance account.
Disability Benefit Eligibility	Three years of vesting service.
Benefit	Benefit accrued based on service at termination due to disability.
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.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

	100% of the cash balance account is payable to the beneficiary.
Death After Early Retirement Eligibility	Death after retirement but prior to age 65.
Benefits	50% of the frozen service benefit amount the member was receiving as a lifetime form of benefit, exclusive of any temporary supplemental benefits.
Death After Vested Termination Eligibility	Death after vested termination but prior to commencement of benefit.
Benefits	50% of the frozen service benefit to which the member was entitled as a vested terminated employee. If the member is under age 50 at the time of his death, payment of the frozen service benefit to his spouse will be deferred until the time he would have attained age 50.
	100% of the cash balance account is payable to the beneficiary.
Normal Form of Annuity Without Spouse	Life annuity.
With Spouse	Joint and survivor annuity actuarially equivalent to the retirement benefit payable for employee's lifetime. Participant receives reduced lifetime benefit and, in event of participant's death, 50% of reduced benefit continued to surviving spouse.
Optional Forms of Annuity	Life annuity; term certain and life annuity; joint and survivor annuity (25%, 50%, 75% or 100%); lump sum.
Definitions Frozen Service Benefit	Monthly benefit payable to a member upon normal retirement equal to [(1) less (2)] times (3): (1) 60% of final average pay (average of highest 36 consecutive months of last 10 years of service). (2) 50% of the member's Social Security benefit. (3) Ratio of actual years of service to 37.5 years, with such ratio not greater than one.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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

Cash Balance Account

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

Pay Credits

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

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

Interest Credits

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

Benefit and Vesting Service

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

Compensation

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

Average Monthly Compensation

Average monthly compensation in the 36 highest consecutive calendar months during the last 10 years of participation.

Social Security Benefit

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

Plan Year

January 1 to December 31.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Actuarial Equivalence

Conversion of Frozen Service Benefit
to Lump Sum

The greater of the minimum amount required under IRC section 417(e)(3) or an amount based on the current interest rate assumption and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

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

- (1) The simple average (rounded to the nearest $\frac{1}{4}$ 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.

Conversion of Cash Balance Account
to Monthly Single Life Annuity

Based on the applicable mortality and interest rates under IRC section 417(e)(3).

Other Optional Forms

7% and the RP2000 Combined Healthy Mortality Table weighted 75% male/25% female.

Changes in Plan Provisions for the January 1, 2021 Valuation

- An increase in the annual pay limit under IRC section 401(a)(17) from \$285,000 in 2020 to \$290,000 in 2021.
- The mortality table used for lump sum calculations changed from the 417(e) table for 2020 to the 417(e) table for 2021.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

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.

Under the American Rescue Plan Act of 2021 (ARPA), the stabilized interest rates for certain purposes will be adjusted once the ARPA stabilization is applied. By default, this stabilization would have applied starting with the 2020 plan year.

On September 22, 2021, Marathon Oil Company made an explicit election to apply the ARPA interest rate relief (for all purposes) as of January 1, 2021. Therefore, this Schedule SB reflects stabilized 2021 minimum funding interest rates that are adjusted for ARPA.

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
*	CIF OPP FIXED INCOME	COMMON/COLLECTIVE TRUST	ALLOCATION	12,604,923	13,647,073
*	W93N CIF II US LONG TREASURY	COMMON/COLLECTIVE TRUST		18,011,684	16,298,015
*	W95B WTC CIF II US LONG STRIPS	COMMON/COLLECTIVE TRUST		16,964,765	15,976,553
*	WTC-CIF II US INVESTMENT GRADE	COMMON/COLLECTIVE TRUST	CORPORATE LONG BOND	37,338,149	42,173,951
*	WTC-CIIF II SELECT LEADERS	COMMON/COLLECTIVE TRUST		5,147,850	8,859,581
*	WTC-CTF DURABLE COMP	COMMON/COLLECTIVE TRUST		4,972,932	8,570,863
*	CIF GLOBAL RES EQ	COMMON/COLLECTIVE TRUST		23,748,210	27,277,899
*	W67W CIF ENDURING ASSETS	COMMON/COLLECTIVE TRUST		8,369,682	8,437,600
	ACCENTURE PLC	CORPORATE STOCK - COMMON		48,536	132,241
	ALFA LAVAL AB	CORPORATE STOCK - COMMON		79,533	116,518
	AMERICAN EXPRESS CO	CORPORATE STOCK - COMMON		216,995	326,218
	AMERICAN TOWER CORP	CORPORATE STOCK - COMMON		173,815	266,468
	AMUNDI SA	CORPORATE STOCK - COMMON		126,115	128,706
	ARKEMA SA	CORPORATE STOCK - COMMON		239,121	325,627
	ASTELLAS PHARMA INC	CORPORATE STOCK - COMMON		333,846	347,607
	ASTRAZENECA PLC	CORPORATE STOCK - COMMON	ADR	541,742	684,787
	AUTOLIV INC	CORPORATE STOCK - COMMON		352,896	460,795
	BAE SYSTEMS PLC	CORPORATE STOCK - COMMON		136,708	133,826
	BANK OF AMERICA CORP	CORPORATE STOCK - COMMON		286,835	505,896
	BAXTER INTERNATIONAL INC	CORPORATE STOCK - COMMON		424,972	452,720
	BAYERISCHE MOTOREN WERKE AG	CORPORATE STOCK - COMMON		87,752	98,920
	BLACKROCK INC	CORPORATE STOCK - COMMON		53,311	107,121
	BNP PARIBAS SA	CORPORATE STOCK - COMMON		191,737	256,182
	BROADCOM INC	CORPORATE STOCK - COMMON		137,747	264,168
	CAIXABANK SA	CORPORATE STOCK - COMMON		274,499	236,408
	CATERPILLAR INC	CORPORATE STOCK - COMMON		100,800	166,839
	CHUBB LTD	CORPORATE STOCK - COMMON		327,615	518,651

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	COLGATE-PALMOLIVE CO	CORPORATE STOCK - COMMON	537,212	598,148
	COMCAST CORP	CORPORATE STOCK - COMMON	406,126	509,541
	DEERE & CO	CORPORATE STOCK - COMMON	164,542	313,059
	DERWENT LONDON PLC	CORPORATE STOCK - COMMON	91,523	98,892
	DIAGEO PLC	CORPORATE STOCK - COMMON	95,337	139,889
	DOLLARAMA INC	CORPORATE STOCK - COMMON	185,834	278,521
	DUKE ENERGY CORP	CORPORATE STOCK - COMMON	335,511	369,877
	ELI LILLY & CO	CORPORATE STOCK - COMMON	268,220	417,368
	ENGIE SA	CORPORATE STOCK - COMMON	229,056	231,006
	GENERAL DYNAMICS CORP	CORPORATE STOCK - COMMON	162,507	176,783
	GENERAL MOTORS CO	CORPORATE STOCK - COMMON	187,626	333,781
	GILEAD SCIENCES INC	CORPORATE STOCK - COMMON	126,095	138,322
	HONDA MOTOR CO LTD	CORPORATE STOCK - COMMON	159,408	157,075
	HONEYWELL INTERNATIONAL INC	CORPORATE STOCK - COMMON	54,816	75,689
	IBERDROLA SA	CORPORATE STOCK - COMMON	281,665	392,734
	INTEL CORP	CORPORATE STOCK - COMMON	81,495	96,563
	ISUZU MOTORS LTD	CORPORATE STOCK - COMMON	196,686	223,656
	JOHNSON & JOHNSON	CORPORATE STOCK - COMMON	663,457	787,435
	JPMORGAN CHASE & CO	CORPORATE STOCK - COMMON	185,279	348,528
	JULIUS BAER GROUP LTD	CORPORATE STOCK - COMMON	121,807	180,287
	KLA CORP	CORPORATE STOCK - COMMON	103,969	276,991
	LINDE PLC	CORPORATE STOCK - COMMON	116,683	250,896
	LOCKHEED MARTIN CORP	CORPORATE STOCK - COMMON	237,089	314,538
	LUNDIN ENERGY AB	CORPORATE STOCK - COMMON	246,557	290,671
	MARSH & MCLENNAN COS INC	CORPORATE STOCK - COMMON	90,778	162,174
	MARUI GROUP CO LTD	CORPORATE STOCK - COMMON	237,411	227,489
	MCDONALD'S CORP	CORPORATE STOCK - COMMON	115,636	174,514
	MEDTRONIC PLC	CORPORATE STOCK - COMMON	321,127	394,145

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	MERCK & CO INC	CORPORATE STOCK - COMMON	399,590	474,632
	MICROSOFT CORP	CORPORATE STOCK - COMMON	238,015	894,948
	MITSUBISHI ESTATE CO LTD	CORPORATE STOCK - COMMON	172,104	162,005
	MITSUBISHI UFJ FINANCIAL GROUP	CORPORATE STOCK - COMMON	214,211	202,173
	MONDELEZ INTERNATIONAL INC	CORPORATE STOCK - COMMON	329,462	471,796
	NESTLE SA	CORPORATE STOCK - COMMON	307,955	475,828
	NIPPON TELEGRAPH & TELEPHONE C	CORPORATE STOCK - COMMON	364,730	386,409
	NORTHROP GRUMMAN CORP	CORPORATE STOCK - COMMON	472,181	564,348
	NOVARTIS AG	CORPORATE STOCK - COMMON	522,315	579,401
	PEPSICO INC	CORPORATE STOCK - COMMON	258,734	365,486
	PIONEER NATURAL RESOURCES CO	CORPORATE STOCK - COMMON	227,708	330,476
	PNC FINANCIAL SERVICES GROUP I	CORPORATE STOCK - COMMON	176,575	321,634
	PRUDENTIAL PLC	CORPORATE STOCK - COMMON	200,222	202,644
	RAYTHEON TECHNOLOGIES CORP	CORPORATE STOCK - COMMON	307,511	387,356
	ROTORK PLC	CORPORATE STOCK - COMMON	113,230	135,026
	SAMSUNG ELECTRONICS CO LTD	CORPORATE STOCK - COMMON	282,460	378,936
	SCHNEIDER ELECTRIC SE	CORPORATE STOCK - COMMON	45,013	103,356
	SEMPRA ENERGY	CORPORATE STOCK - COMMON	317,315	361,257
	TAIWAN SEMICONDUCTOR MANUFACTU	CORPORATE STOCK - COMMON	193,590	463,690
	TEXAS INSTRUMENTS INC	CORPORATE STOCK - COMMON	309,993	418,026
	TJX COS INC/THE	CORPORATE STOCK - COMMON	493,053	641,600
	TOKIO MARINE HOLDINGS INC	CORPORATE STOCK - COMMON	338,072	446,949
	UNION PACIFIC CORP	CORPORATE STOCK - COMMON	234,232	341,869
	UNITED PARCEL SERVICE INC	CORPORATE STOCK - COMMON	384,527	733,900
	UNITEDHEALTH GROUP INC	CORPORATE STOCK - COMMON	183,799	446,402
	VERIZON COMMUNICATIONS INC	CORPORATE STOCK - COMMON	70,875	71,705
	VINCI SA	CORPORATE STOCK - COMMON	165,916	198,002
	WPP PLC	CORPORATE STOCK - COMMON	161,609	318,197

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	ZURICH INSURANCE GROUP AG	CORPORATE STOCK - COMMON	193,238	253,120
	SAFRAN SA	CORPORATE STOCK - COMMON	396,325	359,947
	ERSTE GROUP BANK AG	CORPORATE STOCK - COMMON	224,024	295,917
	TOTALENERGIES SE	CORPORATE STOCK - COMMON	283,839	290,309
	NOKIA OYJ	CORPORATE STOCK - COMMON	288,919	336,734
	AIA GROUP LTD	CORPORATE STOCK - COMMON HK/01299	305,426	270,190
	RESONA HOLDINGS INC	CORPORATE STOCK - COMMON	225,946	218,348
	NIHON UNISYS LTD	CORPORATE STOCK - COMMON	183,853	165,490
	VISA INC	CORPORATE STOCK - COMMON	410,508	424,101
	ALPHABET INC	CORPORATE STOCK - COMMON	73,296	211,484
	CISCO SYSTEMS INC	CORPORATE STOCK - COMMON	447,010	722,355
	SWAP COLLATERAL WITH MORGAN	INTEREST-BEARING CASH STANLEY	1,093	1,093
*	BNY MELLON CASH RESERVE	INTEREST-BEARING CASH 0.100% 12/31/2049 DD 06/26/97	13	13
	AEA INVESTORS 2006 FUND LP	PARTNERSHIP/JOINT VENTURE INTEREST	73,620	94,110
	AURORA EQUITY PARTNERS IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	212,117	242,588
	BLACKSTONE RE VI	PARTNERSHIP/JOINT VENTURE INTEREST	86,294	68,472
	CAI PARTNERS & COMPANY IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	—	1
	CLAYTON DUBILIER & RICE VIII	PARTNERSHIP/JOINT VENTURE INTEREST LP	209,078	364,229
	CLAYTON DUBILIER RICE VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	69,837	170
	DEVON PARK BIOVENTURES LP	PARTNERSHIP/JOINT VENTURE INTEREST	32,985	25,218
	DLJ REAL ESTATE CAPITAL	PARTNERSHIP/JOINT VENTURE INTEREST PARTNERS III LP	1,302,059	383,386
	DLJ REAL ESTATE IV	PARTNERSHIP/JOINT VENTURE INTEREST	2,142,706	1,646,824
	FOURTH CINVEN FUND TRUST	PARTNERSHIP/JOINT VENTURE INTEREST LIMITED PARTNERSHIP	430,627	7,371
	GEAM INTERNATIONAL PRIVATE EQU	PARTNERSHIP/JOINT VENTURE INTEREST ITY FUND LP	111,956	456,760
	INTERNATIONAL PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST PARTNERS II	456,613	—
	LASALLE MEXICO FUND I LP	PARTNERSHIP/JOINT VENTURE INTEREST	1,039,783	438,484
	PERFORMANCE DIRECT INVESTMENT	PARTNERSHIP/JOINT VENTURE INTEREST II LP	335,845	183,470
	PHARMASTEM CORP C CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	PHARMASTEM CORP D CV PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—
	PHARMASTEM THERAPEUTICS A PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—
	PHARMASTEM THERAPEUTICS B PFD	PARTNERSHIP/JOINT VENTURE INTEREST	—	—
	TCI TIMBER COMPANY - CHINOOK	PARTNERSHIP/JOINT VENTURE INTEREST	4,439,420	6,112,320
	TCI TIMBER COMPANY - SHASTA	PARTNERSHIP/JOINT VENTURE INTEREST	2,193,785	1,729,390
	TENAYA CAPITAL VI LP	PARTNERSHIP/JOINT VENTURE INTEREST	1,428,904	1,771,839
	TENAYA CAPITAL V-P LP	PARTNERSHIP/JOINT VENTURE INTEREST	215,287	96,205
	THIRD CINVEN FUND US (NO 3) LP	PARTNERSHIP/JOINT VENTURE INTEREST	142,780	7,316
	TRIDENT CAPITAL FUND IV LP	PARTNERSHIP/JOINT VENTURE INTEREST	112,188	488,796
	TRIDENT V STONE POINT LP	PARTNERSHIP/JOINT VENTURE INTEREST	1,314,469	2,726,086
	WARBURG PINCUS PRIVATE EQUITY	PARTNERSHIP/JOINT VENTURE INTEREST IX LP	21,208	11,305
	WARBURG PINCUS X	PARTNERSHIP/JOINT VENTURE INTEREST	196,539	88,405
	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS COMPANY AC1547A	4,368,184	6,197,873
	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS COMPANY AC6096	—	—
	AXA EQUITABLE LIFE INSURANCE	POOLED SEPARATE ACCOUNTS COMPANY AC6266	—	—
	MASS MUTUAL	POOLED SEPARATE ACCOUNTS	—	—
	AETOS CAPITAL ASIA II LP	REAL ESTATE	597,333	37,015
	AETOS CAPITAL ASIA III LP	REAL ESTATE	1,577,315	139,371
	AG CORE PLUS REALTY FD III LP	REAL ESTATE	467,138	179,195
	AG CORE PLUS REALTY FUND II LP	REAL ESTATE	231,781	1
	AVANTI STRATEGIC LAND IV -	REAL ESTATE ACTIVE	—	333
	AVANTI STRATEGIC LAND IV -	REAL ESTATE PASSIVE	7,722	14,655
	AVANTI STRATEGIC LAND V	REAL ESTATE	683,644	290,509
	AVANTI STRATEGIC LAND VI	REAL ESTATE	808,252	694,000
	BLACKSTONE R/E PARTNERS IV	REAL ESTATE	571,708	42,713
	BLACKSTONE REAL ESTATE	REAL ESTATE PARTNERS V LP	123,866	80,008
	CPI CCP EU-T SCOTS LP	REAL ESTATE	1,051,860	45,636
	CPI CP ASIA T E L P	REAL ESTATE	535,860	78,791

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Held at End of Year, December 31, 2021)

(a)	(b) Identity of Issue, borrower, lessor, or similar party	(c) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(d) Cost	(e) Current Value
	ROCKPOINT RE FUND III	REAL ESTATE		392,050	96,497
	ROCKPOINT REAL ESTATE FUND II	REAL ESTATE		631,238	14,839
	DREYFUS TREAS & AGY CSH CSH MG	REGISTERED INVESTMENT COMPANIES	VAR RT 12/31/2049 DD 04/09/97	1,154,454	1,154,454
	Total Investment			177,585,214	195,165,592

* Indicates party-in-interest.

Retirement Plan of Marathon Oil Company

Plan Number 001 EIN 25-1410539

Schedule H, Line 4i - Schedule of Assets (Acquired and Disposed of Within Year, 2021)

(a) Identity of Issue, borrower, lessor, or similar party	(b) Description of Investment including maturity date, rate of interest, collateral, par, or maturity value		(c) Cost of acquisitions	(d) Proceeds of dispositions
99F295C1C	S & P 500 EMINI INDEX FUT (CME	EXP MAR 21	—	75
99F734C1D	MSCI EAFE FUTURE (NYF)	EXP MAR 21	—	2,400
99F740C1D	MSCI EMGMKT FUTURE (NYF)	EXP MAR 21	—	2,305
EE5579102	ACCIONA SA		(42,199)	41,887
EEBMTR9H9	CELLNEX TELECOM SA	RTS	—	60
EFB0NJJ12	ELECTRICITE DE FRANCE SA		(16,728)	16,881
FH6460791	CHINA GAS HOLDINGS LTD	HK/00384	(210,634)	192,782
FK6224877	SK TELECOM CO LTD		(250,620)	283,929
LBB1YCHL2	CIA DE SANEAMENTO BASICO DO ES		(138,674)	130,631

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 32—Schedule of Amortization Bases

Type of Base	Present Value of Installment	Date Established	Years Remaining	Amortization Installment
Shortfall	\$ 14,724,339	January 1, 2021	15	\$ 1,372,921

Under the American Rescue Plan Act of 2021 (ARPA), the shortfall relief wipes out existing shortfall amortization bases and changes the amortization period. By default, this relief would have applied starting with the 2022 plan year.

On September 22, 2021, Marathon Oil Company made an explicit election to apply the ARPA shortfall amortization relief as of January 1, 2021. Therefore, this Schedule SB reflects the ARPA shortfall amortization relief effective with the 2021 plan year.

Schedule SB Attachment (Form 5500)—2021 Plan Year
Retirement Plan of Marathon Oil Company
EIN: 25-1410539 PN: 001

Schedule SB, line 24—Change in Actuarial Assumptions

The funding valuation reflects the following assumption changes:

- A change in the assumed PBGC immediate interest rate from 1.04% to 0.66%. Please note that the underlying assumption methodology did not change and the change in the assumption was strictly due to changes in the economic environment.
- The salary increase assumption was changed to 0.5% for all ages for the year 2021 and then to the assumption of the 2020 valuation with an increase of 0.5% for all age groups.
- A change in the unlimited expected rate of return on assets from 6.00% to 5.75%.

These changes were made to better reflect the anticipated plan experience. These assumption changes did not reduce the funding shortfall more than the threshold stated in Internal Revenue Code Section 430(h)(5); as such, approval of the Commissioner is not required.