

Edgar Filing: MARATHON OIL CORP - Form 15-12B

MARATHON OIL CORP  
Form 15-12B  
January 31, 2003

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

FORM 15

Certification and Notice of Termination of Registration under Section 12(g)  
of the Securities Exchange Act of 1934 or Suspension of Duty to File  
Reports Under Sections 13 and 15(d) of the Securities Exchange Act of  
1934.

Commission File Number: 1-5153

MARATHON OIL CORPORATION  
(Exact name of registrant as specified in its charter)

5555 SAN FELIPE ROAD  
HOUSTON, TEXAS 77056-2723  
(713) 629-6600  
(Address, including zip code, and telephone number, including area code,  
of registrant's principal executive offices)

PREFERRED STOCK PURCHASE RIGHTS\*  
(REGISTERED PURSUANT TO FORM 8-A OF USX CORPORATION  
FILED SEPTEMBER 28, 1999)  
(Title of each class of securities covered by this Form)

COMMON STOCK, PAR VALUE \$1.00 PER SHARE  
(Titles of all other classes of securities for which a duty to file reports  
under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule  
provision(s) relied upon to terminate or suspend the duty to file reports:

|                      |                                     |                      |                          |
|----------------------|-------------------------------------|----------------------|--------------------------|
| Rule 12g-4(a)(1)(i)  | <input checked="" type="checkbox"/> | Rule 12h-3(b)(1)(ii) | <input type="checkbox"/> |
| Rule 12g-4(a)(1)(ii) | <input type="checkbox"/>            | Rule 12h-3(b)(2)(i)  | <input type="checkbox"/> |
| Rule 12g-4(a)(2)(i)  | <input type="checkbox"/>            | Rule 12h-3(b)(2)(ii) | <input type="checkbox"/> |
| Rule 12g-4(a)(2)(ii) | <input type="checkbox"/>            | Rule 15d-6           | <input type="checkbox"/> |
| Rule 12h-3(b)(1)(i)  | <input checked="" type="checkbox"/> |                      |                          |

Approximate number of holders of record as of the certification or notice date:  
NONE

Pursuant to the requirements of the Securities Exchange Act of 1934,  
Marathon Oil Corporation has caused this certification/notice to be signed on  
its behalf by the undersigned duly authorized person.

Date: January 31, 2003

By: /s/ A.G. ADKINS

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A. G. Adkins  
Vice President--Accounting and  
Controller

\* The Preferred Stock Purchase Rights expired on January 31, 2003, pursuant  
to the terms of the Rights Agreement, as amended through January 29, 2003,  
between Marathon Oil Corporation and National City Bank, as rights agent.

