

MARATHON OIL CORP  
Form 8-K  
July 24, 2003

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

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **July 24, 2003**

**MARATHON OIL CORPORATION**

Exact name of registrant as specified in its charter)

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| <b>Delaware</b><br>(State or other<br>jurisdiction<br><br>of incorporation)                          | <b>1-5153</b><br>(Commission File<br>Number) | <b>25-0996816</b><br><br>(IRS Employer<br>Identification<br>No.) |
| <b>5555 San Felipe Road,</b><br><b>Houston, Texas</b><br>(Address of principal executive<br>offices) | <b>77056-2723</b><br><br>(Zip Code)          |  |
| Registrant's telephone number, including area code: <b>(713) 629-6600</b>                            |  |  |

**Item 7. Financial Statements and Exhibits.**

(c) Exhibits.

99.1 Press Release dated July 24, 2003, issued by Marathon Oil Corporation.

**Item 9. Regulation FD Disclosure.**

On July 24, 2003, Marathon Oil Corporation (Marathon) issued a press release announcing second quarter 2003 earnings. The press release is attached hereto and incorporated herein by reference.

The information, furnished under Item 9. Regulation FD Disclosure, is intended to be furnished under Item 12. Results of Operations and Financial Condition, in accordance with Securities and Exchange Commission Release No. 33-8216.

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MARATHON OIL COMPANY

Date: July 24, 2003

By: /s/ A.G. Adkins  
A.G. Adkins  
Vice President-Accounting and Controller

## EXHIBIT INDEX

| <u>Number</u> | <u>Exhibit</u>   |
|---------------|--|
| 99.1          | Press Release dated July 24, 2003, announcing Marathon's financial results for the second quarter of 2003. |