

BEHRMAN PHILIP G  
Form 4  
December 13, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BEHRMAN PHILIP G

(Last) (First) (Middle)

C/O MARATHON OIL CORPORATION, 5555 SAN FELIPE ROAD

(Street)

HOUSTON, TX 77056

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MARATHON OIL CORP [MRO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/12/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Sr. Vice Pres., WW Exploration

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				Code V Amount (D) Price			
COMMON STOCK	12/12/2007		M	30,266 A \$ 23.825	126,989.907 (1)	D	
COMMON STOCK	12/12/2007		S	11,300 D \$ 59.42	115,689.907	D	
COMMON STOCK	12/12/2007		S	1,300 D \$ 59.43	114,389.907	D	
COMMON STOCK	12/12/2007		S	800 D \$ 59.44	113,589.907	D	
COMMON STOCK	12/12/2007		S	2,100 D \$ 59.45	111,489.907	D	

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COMMON STOCK	12/12/2007	S	2,400	D	\$ 59.46	109,089.907	D
COMMON STOCK	12/12/2007	S	2,400	D	\$ 59.47	106,689.907	D
COMMON STOCK	12/12/2007	S	1,100	D	\$ 59.48	105,589.907	D
COMMON STOCK	12/12/2007	S	2,100	D	\$ 59.49	103,489.907	D
COMMON STOCK	12/12/2007	S	700	D	\$ 59.5	102,789.907	D
COMMON STOCK	12/12/2007	S	1,100	D	\$ 59.51	101,689.907	D
COMMON STOCK	12/12/2007	S	800	D	\$ 59.52	100,889.907	D
COMMON STOCK	12/12/2007	S	100	D	\$ 59.53	100,789.907	D
COMMON STOCK	12/12/2007	S	500	D	\$ 59.55	100,289.907	D
COMMON STOCK	12/12/2007	S	400	D	\$ 59.56	99,889.907	D
COMMON STOCK	12/12/2007	S	100	D	\$ 59.57	99,789.907	D
COMMON STOCK	12/12/2007	S	200	D	\$ 59.58	99,589.907	D
COMMON STOCK	12/12/2007	S	800	D	\$ 59.59	98,789.907	D
COMMON STOCK	12/12/2007	S	400	D	\$ 59.6	98,389.907	D
COMMON STOCK	12/12/2007	S	300	D	\$ 59.61	98,089.907	D
COMMON STOCK	12/12/2007	S	600	D	\$ 59.62	97,489.907	D
COMMON STOCK	12/12/2007	S	766	D	\$ 59.63	96,723.907	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
EMPLOYEE STOCK OPTION (Right to Buy)	\$ 23.825 <sub>(2)</sub>	12/12/2007		M	30,266	05/25/2006 <sup>(3)</sup> 05/25/2015	COMMON STOCK

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

BEHRMAN PHILIP G  
C/O MARATHON OIL CORPORATION  
5555 SAN FELIPE ROAD  
HOUSTON, TX 77056

Director    10% Owner    Officer    Other

Sr. Vice Pres., WW Exploration

## Signatures

R. J. Kolencik, Attorney-in-Fact for Philip G. Behrman

12/13/2007

        Signature of Reporting Person

        Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) On June 18, 2007, the common stock of Marathon Oil Corporation split 2-for-1 for holders of record on May 23, 2007, resulting in the reporting person's ownership of 48,321.45 additional shares of common stock
- (2) This option was previously reported as covering 22,700 shares at an exercise price of \$47.65, but was adjusted to reflect the 2-f or-1 stock split that occurred on June 18, 2007.
- (3) Vests in three cumulative annual installments of 15,133, 15,133, and 15,134 shares on May 25, 2006, 2007, and 2008, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.