

MARATHON OIL CORP
Form 8-K
July 27, 2004

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 27, 2004**

MARATHON OIL CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| Delaware | 1-5153 | 25-0996816 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 5555 San Felipe Road, Houston, Texas | 77056-2723 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: **(713) 629-6600**

Item 7. Financial Statements and Exhibits

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(c) Exhibits.

99.1 Press Release dated July 27, 2004, issued by Marathon Oil Corporation.

Item 12. Disclosure of Results of Operations and Financial Condition

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On July 27, 2004, Marathon Oil Corporation (Marathon) issued a press release announcing second quarter 2004 earnings. The press release is being furnished as an exhibit to this report and is incorporated herein by reference.

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.

M A R A T H O N O I L
CORPORATION

Date: July 27, 2004

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 27, 2004, announcing Marathon's financial results for the second quarter 2004. |