

MARATHON OIL CORP
Form 8-K/A
October 28, 2008

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

FORM 8-K/A

CURRENT REPORT

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

Date of Report (Date of Earliest Event Reported): October 28, 2008

Marathon Oil Corporation
(Exact name of registrant as specified in its charter)

| | | |
|--|------------------------------------|---|
| Delaware (State or other jurisdiction of incorporation) | 1-5153 (Commission File Number) | 25-0996816 (I.R.S. Employer Identification No.) |
| 5555 San Felipe Road, Houston, Texas (Address of principal executive offices) | | 77056 (Zip Code) |

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

Not Applicable
Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Explanatory Note

This amends the Form 8-K previously filed on October 27, 2008, to include the XBRL files which were not properly loaded.

Item 8.01 Other Events.

Attached as Exhibit 100 to this Current Report on Form 8-K are the following materials from the Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2008, of Marathon Oil Corporation., filed on August 8, 2008, formatted in XBRL (eXtensible Business Reporting Language):

- (i) the Consolidated Statements of Operations,
- (ii) the Consolidated Balance Sheets,
- (iii) the Consolidated Statements of Cash Flows,
- (iv) certain notes to these financial statements tagged as blocks of text.

These XBRL-formatted documents are not readable in HyperText Markup Language (HTML). Users of this data are advised pursuant to Rule 401 of Regulation S-T that the financial information contained in the XBRL documents is unaudited and these are not the official publicly filed financial statements of Marathon Oil Corporation. The purpose of submitting these XBRL formatted documents is to test the related format and technology and, as a result, investors should continue to rely on the official filed version of the furnished documents and not rely on this information in making investment decisions.

In accordance with Rule 402 of Regulation S-T, the information in this Current Report on Form 8-K, including Exhibit 100, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

100 The following materials from Marathon Oil Corporation . Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2008, filed on July 30, 2008, formatted in XBRL (eXtensible Business Reporting Language):

- (i) the Consolidated Statements of Operations,
- (ii) the Consolidated Balance Sheets,
- (iii) the Consolidated Statements of Cash Flows,
- (iv) certain notes to these financial statements tagged as blocks of text.

EXHIBIT INDEX

| Exhibit Number | Description |
|-----------------|--|
| Exhibit 100.INS | XBRL Instance Document |
| Exhibit 100.SCH | XBRL Taxonomy Extension Schema Document |
| Exhibit 100.CAL | XBRL Taxonomy Extension Calculation Linkbase Document |
| Exhibit 100.LAB | XBRL Taxonomy Extension Label Linkbase Document |
| Exhibit 100.PRE | XBRL Taxonomy Extension Presentation Linkbase Document |

SIGNATURES

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 Corporation

October 28, 2008

By:

/
s/ Michael K. Stewart

Name: Michael K. Stewart
Title: Vice President, Accounting and
Controller
