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MARATHON OIL CORP Form 8-K October 14, 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): October 14, 2004

MARATHON OIL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware 1-5153 25-0996816

(State or other jurisdiction of (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

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:

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- £ 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 \pounds 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition On October 14, 2004, Marathon posted the following information on its website, updating estimated results on two long-term gas sales contracts related to its United Kingdom Brae gas production for the third quarter 2004. UK Gas Contract Mark-to-Market Gain(Loss) (Millions of dollars) 2Q 4Q 1**Q** 3Q Year 37 26 38 2002 (a) (5) (20)2003 (2) (10)(21)(33)(66)2004 (unaudited): Month 1 (**b**) (5) Month 2 **(b)** (41)(83)Month 3 (**b**) 14 (95)(129)2004 Totals (210)(a) First quarter 2002 results include \$20 million reported as a cumulative change in accounting principle (b) Estimated

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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: October 14, 2004 By: /s/ A.G. Adkins

A.G. Adkins

Vice President-Accounting and Controller