

Kenney Anthony R.  
Form 4  
February 11, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
Kenney Anthony R.

2. Issuer Name and Ticker or Trading Symbol  
Marathon Petroleum Corp [MPC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
President, Speedway LLC

(Last) (First) (Middle)  
C/O MARATHON PETROLEUM CORPORATION, 539 S. MAIN STREET

3. Date of Earliest Transaction (Month/Day/Year)  
02/07/2013

(Street)  
FINDLAY, OH 45840

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

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

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/07/2013		M		12,949 A \$ 20.2	51,762	D
Common Stock	02/07/2013		S		12,949 D \$ 78.38	38,813	D
Common Stock	02/07/2013		M		7,614 A \$ 32.06	46,427	D
Common Stock	02/07/2013		S		7,614 D \$ 78.35	38,813	D

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Common Stock	02/07/2013	M	5,998	A	\$ 51.75	44,811	D	
Common Stock	02/07/2013	S	5,998	D	\$ 78.33 (3)	38,813	D	
Common Stock	02/07/2013	M	4,756	A	\$ 46.08	43,569	D	
Common Stock	02/07/2013	S	4,756	D	\$ 78.34 (4)	38,813	D	
Common Stock						3,238.745 (5)	I	By 401(k) Plan
Common Stock						2,924.955	I	By Wife's 401(k) Plan

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.**

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

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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 20.2	02/07/2013		M	12,949	06/30/2011	05/25/2015	Common Stock	12,949
Stock Option (right to buy)	\$ 32.06	02/07/2013		M	7,614	06/30/2011	06/01/2016	Common Stock	7,614
Stock Option (right to buy)	\$ 51.75	02/07/2013		M	5,998	06/30/2011	05/30/2017	Common Stock	5,998

