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On this page: Sunrise at MPC’s refinery in Catlettsburg, Ky.

On the cover: MPC Environmental and Safety Technician Sandra Smith works with a second grader from Hager Elementary School during a field trip at MPC’s Savage Branch Wildlife Reserve in Catlettsburg, Ky. The reserve is one of 17 Wildlife Habitat Council certified sites managed by MPC employee volunteers. Read more about these sites on pages 18 and 19.

GLOSSARY
Abbreviations, acronyms and terms in this publication

bbl – Barrel
bpcd – Barrels per calendar day
bpd – Barrels per day
Btu – British thermal units (a measure of heat energy)
CO₂e – Carbon dioxide equivalent
DAR – Days Away Rate (an OSHA measure)
DEI – Designated Environmental Incident
DHOU – MPC’s Detroit Heavy Oil Upgrade Project
Dividend – Per-share quarterly payment to owners of a company's stock
ENERGY STAR – U.S. EPA program recognizing energy efficiency
EPA – U.S. federal government’s Environmental Protection Agency
GHG – Greenhouse gas
HES&S – MPC’s Health, Environment, Safety & Security organization
MPC – Marathon Petroleum Corporation
MV – Marine vessel
MWBE – Minority or Woman-owned Business Enterprise
OSHA – U.S. federal government’s Occupational Safety and Health Administration
ORIR – OSHA Recordable Incident Rate
PSE – Process Safety Event
PSM – Process Safety Management
Tonne – Metric ton (2,204.62 pounds)
TRI – Toxic Release Inventory
Fellow shareholders and neighbors:

It is a privilege and a pleasure for me to present Marathon Petroleum Corporation’s first annual Citizenship Report. Since becoming an independent, publicly traded company, a key driver of our success has been a long-time commitment to our corporate values and to creating shareholder value.

Our roots in the energy industry reach back to the 1880s, and although the industry has experienced dramatic changes in the 125 years since our founding, our commitment to conduct business responsibly continues to guide us.

Our commitment also goes beyond regulatory requirements in many areas. For example, MPC is a participant in the U.S. Occupational Safety and Health Administration’s Voluntary Protection Program, through which we implement processes and procedures that go above and beyond federal regulations. In addition, we were the first refining company in the U.S. to adopt the Responsible Care® Management system, giving us a comprehensive approach to achieve continual improvement in areas aligned with our values.

The world’s need for the products we manufacture continues to increase, and MPC is in a position to prosper in the short and long term. Our values will guide us as we leverage the opportunities before us and continue to deliver shareholder value.

As you read this report, it is my hope that you will come to a deeper understanding of who we are, and some of the important factors that help make MPC successful. We appreciate your interest in the company of which we are so proud, and we welcome your thoughts as we progress on our journey of continual improvement.

Sincerely,

Gary R. Heminger
President and Chief Executive Officer
MANAGING FOR CONTINUOUS IMPROVEMENT

BECAUSE MPC’S COMMITMENT TO ITS CORE VALUES IS A POWERFUL DRIVER OF ITS LONG-TERM SUCCESS, WE HAVE WOVEN CONTINUOUS IMPROVEMENT INTO THE FABRIC OF OUR PERFORMANCE.

We use the “Plan – Do – Check – Adjust” framework, aligned with the American Chemistry Council’s Responsible Care® Management System.

Through the implementation of this system, we take a best-practices approach to health, environment, safety and security processes, integrating risk assessment and risk management into our business and operating planning cycles and decision-making processes.

We bolster our management system with performance-based standards that clearly delineate the outcomes we expect of ourselves. We regularly update these standards to reflect legislative or regulatory changes, and to incorporate lessons learned from audits or incident investigations. Continual improvement is the ongoing objective.

MPC’s commitment to its values is safeguarded and driven by various empowered internal organizations, including Health, Environment, Safety & Security (HES&S); Diversity and Inclusion; Business Integrity and Compliance; Community Relations; Supplier Diversity; and Internal Auditing.
Health and Safety

One of MPC’s core principles is safeguarding the health and safety of our employees, contractors, the communities where we are privileged to operate and the general public in the many states where we conduct business.

Our vision is that every employee goes home at the end of each workday just as safe and healthy as when she or he arrived, and that our facilities and our people are seen as good neighbors by those who live nearby.

As a manufacturer and marketer of fuels, our business revolves around the safe handling of volatile substances on a constant basis, and our safety protocols are accordingly robust.

MPC recognizes that safety is not a program to be implemented on top of its operations, but rather a value that must be woven into the corporate culture MPC employees and contractors carry with them. Whether driving an MPC tanker truck on an interstate highway, piloting a boat on the Mississippi River, conducting a drill at a refinery or working in an office at the corporate headquarters, a commitment to safety is one of our common denominators.

2011 was a point of pride for every MPC employee and contractor, as we achieved one of our best-ever personal safety records with an Occupational Safety and Health Administration (OSHA) Recordable Incident Rate (ORIR) of 0.45 injuries per every 200,000 hours worked. The 2011 rate of 0.03 for employees and contractors, excluding Speedway, is an all-time low for the company. Speedway finished the year with a record ORIR of 2.96, the 10th year of improvement during the last 11 years, and a DAR of 1.78.

Refining Safety

MPC’s continued focus on safety yielded excellent results as our Refining organization achieved an ORIR of 0.34 in 2011. That’s the lowest ever for the six-plant system and a significant reduction from the 0.61 rate reported in 2010. Our refineries in Garyville, La.; Robinson, Ill.; and Texas City, Texas, each set new all-time low ORIRs.

The DAR for Refining hit an all-time low of 0.009 during 2011; for the approximately 21.5 million man-hours worked by employees and contractors, there was only one lost-time event across MPC’s six-plant refining system during the year.

MPC’s continued focus on safety yielded excellent results as our Refining organization achieved an ORIR of 0.34 in 2011.

The Detroit Heavy Oil Upgrade Project (DHOUP) also achieved a world-class safety record, with an ORIR of 0.25 during 2011 and a project-to-date rate of 0.17 through year-end. This project-to-date rate represents less than one injury for every million man-hours worked since the construction project began in 2008. In addition, DHOUP finished the year without a single lost-time incident, achieving a DAR of zero.

MPC’s experience has shown that our culture of celebrating and advancing the safety of our people as a core value yields excellent operational results. As the company’s Refining organization continues to capture margins through efficient operations, and as DHOUP continues to be on budget and on schedule for startup by the end of 2012, it’s clear that MPC’s investment in keeping people safe results in positive returns.
Why it matters
ORIR is a measure widely used in U.S. industry to track on-the-job injuries. The ORIR in the tables to the left represent the number of MPC employee and contractor injuries per 200,000 hours of work. The lower the number, the closer we are to achieving our vision of no injuries. Similar to the ORIR, the DAR is widely used in U.S. industry, and represents the number of incidents that resulted in a worker having to be away from work for at least one workday, measured per 200,000 hours worked. The DAR is important because our vision is to eliminate all injuries, and an injury that causes a worker to be off the job for a full day or more is generally more severe than other injuries.

How we improve
MPC regularly reviews its injury rates to track not only what types of injuries tend to recur, but also what groups of employees tend to accrue the most injuries. This allows us to continually improve the way we target our safety leadership training, cultural perception surveys, hazard recognition efforts, risk assessments and improvement of our training effectiveness. Because ORIR is the primary measure of safety, we have linked a portion of employee pay to successfully achieving annual goals of top-quartile performance in our ORIR.

MPC achieved an ORIR of 0.45 injuries per every 200,000 hours worked. The figure includes employees and contractors and excludes Speedway operations. The 2011 DAR of 0.03 for employees and contractors, excluding Speedway, is an all-time low for the company.
FATALITIES

*Includes employees and contractors

Neither MPC nor Speedway experienced work-related fatalities in 2011.

Why it matters
In line with its vision of no accidents and no injuries, MPC regards any fatality as unacceptable.

How we improve
We diligently strive to avoid fatalities through the same programs we use to reduce our ORIR and DAR.

TIER 1 PROCESS SAFETY EVENTS (PSEs)*

*Prior-year PSEs have been recalculated to comply with current standards and to exclude assets no longer owned by MPC, including a refinery in St. Paul Park, Minn., which MPC sold in 2010.

MPC experienced an increase in Tier 1 PSEs from 2010 to 2011. Ten of the 11 PSEs involved a loss of primary containment, two of which led to small fires.

Each PSE is thoroughly investigated to determine causes and establish measures to avoid recurrence. Process Safety Advisories for each PSE are issued to relevant MPC personnel to communicate the causes and lessons learned.

Why it matters
Tier 1 PSEs represent the number of times MPC has experienced an unplanned or uncontrolled release of a hazardous material from one of its processes. Thus, the lower the number of Tier 1 PSEs, the closer we come to our vision of no accidents. Tier 1 PSEs are the most serious PSE events. Eight of MPC’s facilities – including all six of our refineries – are regulated under the OSHA Process Safety Management (PSM) program. Four of our facilities, although not regulated under OSHA PSM, have voluntarily implemented these standards as part of our commitment to minimize abnormal incidents, including PSEs.

How we improve
MPC carefully monitors the type of PSEs that occur and investigates each one to determine what caused them and what improvements can be made to prevent a recurrence. We consider PSEs important enough that we have linked a portion of employee pay to successfully achieving annual goals of top-quartile performance in our PSEs. Efforts in place or under development to achieve best-in-class results include:

- In-depth reviews of MPC’s PSM system
- PSM audits and trending
- Development of a companywide fatigue management standard
- Use of multiple layers of protection to mitigate process risk
- Development of an analysis tool that will identify opportunities to further improve existing protections
- Open communication of process safety advisories to relevant MPC personnel, including causes of incidents, recommendations for improvement and sharing of best practices

Left: A Speedway store in Columbus, Ohio. Right: MPC’s Marine Transportation onshore training facility in Catlettsburg, Ky.
Since 2007 we have had significant success in reducing the number of health risk factors among employees. The number of employees with the highest number of health risks has gone down by 27 percent.

Why it matters
Healthy employees are more satisfied with their careers and more productive, and are therefore better able to enjoy life at work and at home.

How we improve
MPC's wellness program, called Well ALL Ways, provides tools and incentives for employees to take charge of their health risk factors. Anonymous group results are analyzed and Well ALL Ways is continually adjusted to ensure its programs target needs supported by the data. Well ALL Ways programs include incentives to participate in the wellness assessments, reimbursement for certain exercise and dietary program expenditures, low- or no-cost health screenings, and health and fitness presentations and advice.
Voluntarily exceeding requirements

MPC is committed to meeting or exceeding regulatory requirements for safety.

As part of OSHA’s Voluntary Protection Program (VPP), we have implemented processes and procedures that go above and beyond federal regulations, resulting in four of our facilities being certified as VPP Star worksites.

MPC’s VPP Star sites include our refineries in Garyville, La.; Robinson, Ill.; Detroit, Mich.; and the headquarters office complex in Findlay, Ohio. MPC is working toward certification of its refineries in Catlettsburg, Ky.; Texas City, Texas; and Canton, Ohio.

We value the safety of everyone who works at our facilities, including non-employees. Therefore, we work with contractors to encourage them to become part of the VPP. For example, seven resident contractor companies at our Robinson refinery are VPP Star certified, and during 2011, refinery safety personnel supported recertification audits of three others, while actively mentoring an additional six. Similarly, Detroit refinery staff have worked with contractors to certify them with the state of Michigan’s version of OSHA’s VPP.

MPC also lends its expertise in workplace safety to OSHA. This is accomplished through OSHA’s Special Government Employee (SGE) program, through which MPC health and safety experts work alongside OSHA during VPP on-site evaluations of non-MPC facilities. Not only does this program benefit OSHA by supplementing its on-site evaluation teams, but it gives industry and government an opportunity to work together and share views and ideas. MPC makes seven SGEs available to OSHA through this program.
Implementing a cultural shift

BECAUSE MPC’S REFINING OPERATIONS INVOLVE THE LARGEST NUMBER OF OUR NON-RETAIL EMPLOYEES AND CONTRACTORS, THE REFINING ORGANIZATION HAS IMPLEMENTED A SAFETY PROGRAM TAILORED TO ITS NEEDS.

Called Safety 1, the program seeks not just to increase awareness of safety risks, but to empower each worker to perform risk assessment and mitigation for themselves and for each other, including supervisors and managers.

The program works by providing employees and contractors at every level with the tools to take responsibility for their safety and that of their co-workers. Safety 1 training acknowledges that it takes courage to point out someone’s potentially unsafe behavior and uses a “permission and pledge” agreement to help overcome this barrier; workers give each other permission to correct an unsafe behavior at any time and pledge to accept that safety transcends other concerns.

To emphasize the application of personal accountability and responsibility for safety, Safety 1 training primarily revolves around practical exercises that give workers the opportunity to learn and apply new skills to reinforce correct behaviors, handle difficult situations, speak to small groups about safety topics and make commitments to working safely every day. By practicing methods of fully recognizing the risks in any situation – even well-known situations – and using a shared vocabulary to communicate risks to one another, workers are able to establish common understandings of safety and how to mitigate risk.

Due to the success of Safety 1 in the Refining organization, other MPC organizations have implemented the program. Three organizations – Terminal, Transport and Rail; Marine Transportation; and Marathon Pipe Line LLC – each implemented Safety 1 in 2011, providing training to almost 2,000 employees and contractors at dozens of locations throughout our areas of operation.

MPC’s headquarters – the Findlay Office Complex – is implementing Safety 1 in 2012.

In January 2011, Speedway implemented a safety program tailored to the unique challenges of the retail environment. Called “Target Zero – No One Gets Hurt Today,” the initiative was communicated to all its employees. Similar to Safety 1, the Speedway program is built around a seven-point Safety Pledge that encourages employees to take responsibility for their own safety and for the safety of those around them.
Measuring leading indicators

MPC HAS ACHIEVED AN IMPROVED SAFETY PERFORMANCE OVER THE PAST DECADE AND REDUCED ITS EXPOSURES TO A SMALL NUMBER OF INCIDENTS THAT HAVE BECOME INCREASINGLY DIFFICULT TO TRENDS.

Through the continued focus and dedication of MPC’s employees, our non-retail ORIR and DAR have continued to decline. To take this encouraging performance to the next level, we are revising our metrics to continue our drive toward the vision of an injury-free workplace.

Part of this revision is to measure leading indicators as well as lagging indicators. By measuring leading indicators – and acting on the results – we hope to head off even more injuries before they happen.

During 2011, MPC conducted an in-depth evaluation of several leading indicators to determine their potential for further reducing our already low injury rates. As a result, 2012 is the first year we will measure leading indicators and report them at the corporate level. Leading indicators include risk identification, risk reduction, communication, training and culture. The safety engagement rate associated with risk identification, for example, would measure the number of workers engaged in task safety observations and other related activities. The other leading indicators would track the kind and quality of safety-related interactions among workers, as well as the extent to which safety has become integrated into all facets of operations.

In addition to these new leading indicators, we have also implemented a new metric called the MPC Safety Performance Indicator (SPI), which is a lagging indicator similar to the ORIR and DAR, but weighted for severity. Because MPC regards safety as one of its core values, in 2012 we will link a portion of employee compensation to successfully achieving annual goals of continual improvement in the SPI.
Certificates are awarded to merchant vessels that have operated for two full years or more without a crew member losing a full turn at watch because of an occupational injury. Of the four MPC vessels that received the award in 2011, two of them have accrued more than 15 years without a disqualifying injury.

After piloting a promising technology at two of its units in 2010, the Robinson refinery implemented it facility-wide in 2011 to assess its utility when applied broadly.

Developed with a global technology services company, the “Life Safety Solution” – a wearable safety monitoring system – detects multiple types of potentially hazardous gas and features a panic button, motion sensor and a GPS mechanism for immediately identifying the location of each worker anywhere in the plant. Given the Robinson refinery’s size – about 1,000 acres of process units, a tank farm and off-site facilities – keeping widely-dispersed employees safe is always a concern.

Evaluation of the refinery’s 2011 results with the monitoring technology will determine whether it is adaptable to other MPC facilities.

In 2011, four MPC Marine vessels won the Chamber of Shipping of America’s Jones F. Devlin Certificate for safety.

Devlin Award Certificates are awarded to merchant vessels that have operated for two full years or more without a crew member losing a full turn at watch because of an occupational injury. Of the four MPC vessels that received the award in 2011, two of them have accrued more than 15 years without a disqualifying injury.
As MPC expands and optimizes its operations to meet growing energy demand in the U.S. and international markets, we keep in mind our Responsible Care®-driven vision of no accidents, no injuries and no harm to the environment. MPC’s commitment to environmental stewardship is a natural extension of its culture of continual improvement; when refineries, terminals, transportation systems and office complexes are safe and efficient, they are also environmentally sound.

In 2011, the environmental stewardship metrics that MPC reports reflected our ongoing efforts to increase efficiency even as we expand our processing capacities in order to better meet the needs of fuel consumers in the U.S. and in overseas markets. With the expansion of our Garyville, La., refinery completed toward the end of 2009 – as well as many other factors, including global and domestic fuel demand – our crude oil throughput increased from 2009 to 2010, and again in 2011. This increase is reflected in energy consumption, given the energy-intensive nature of the refining business.

Despite the increases in crude oil throughputs, we were able to continue reducing our criteria air pollutant emissions and the volume of waste we recycled has risen significantly over the past few years, while the volume of hazardous waste we dispose of has continued to decline.

Why it matters
MPC reports total emissions of volatile organic compounds, nitrogen oxides, sulfur oxides, carbon monoxide and particulate matter. We work to reduce these emissions in compliance with relevant regulations, and toward our objective of protecting the health of our employees and their families, friends and neighbors in the communities where our facilities are located.

How we improve
As a company committed to the Responsible Care vision of no environmental harm, MPC works toward continual improvement of its emissions performance. We evaluate emissions-reduction opportunities for new facility construction and for existing operations. Reduction efforts include cost-effective energy efficiency measures, incident prevention, prudent operations to reduce flaring and use of best control practices.
**GREENHOUSE GAS (GHG) EMISSIONS**

Million tonnes CO\textsubscript{2}e

<table>
<thead>
<tr>
<th>Year</th>
<th>Direct emissions (a)</th>
<th>Indirect emissions (b)</th>
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<tr>
<td>2007</td>
<td>10.4</td>
<td>3.5</td>
</tr>
<tr>
<td>2008</td>
<td>10.1</td>
<td>3.5</td>
</tr>
<tr>
<td>2009</td>
<td>10.2</td>
<td>3.5</td>
</tr>
<tr>
<td>2010</td>
<td>10.7</td>
<td>4.3</td>
</tr>
<tr>
<td>2011</td>
<td>10.1*</td>
<td>3.9*</td>
</tr>
</tbody>
</table>

*GHG emissions decreased from 2010 to 2011, primarily due to MPC's sale of its St. Paul Park, Minn., refinery and its Neal, W. Va., maleic anhydride plant in late 2010.

(a) Direct emissions are those associated with the combustion of hydrocarbons, venting sources and fugitive sources within MPC-operated facilities.

(b) Indirect emissions are primarily those associated with the use of purchased hydrogen, electricity and steam at MPC facilities.

**TOXIC RELEASE INVENTORY (TRI)**

Million pounds

<table>
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<tr>
<th>Year</th>
<th>2007</th>
<th>2008</th>
<th>2009</th>
<th>2010</th>
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<tr>
<td>2011</td>
<td>2.13</td>
<td>2.37</td>
<td>2.33</td>
<td>2.69</td>
<td>NA*</td>
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</table>

*2011 data is not available, due to the timing of required regulatory reporting.

The 2010 TRI reflects the first full year of operation at MPC's then-newly expanded Garyville, La., refinery, several maintenance events that rely on the off-site disposal of catalyst and liquid streams, and improved data from our new flare monitoring implementation project.

**Why it matters**

GHG emissions have come under scrutiny at the federal and state levels, and legislation and regulations have accordingly sought to address GHG emissions. MPC reports how much GHG is emitted in terms of tonnes of carbon dioxide equivalent (CO\textsubscript{2}e).

**How we improve**

MPC works to implement processes and install equipment that increase energy efficiency and avoid increasing emissions whenever possible. Our efforts have yielded positive results. In our Refining organization – by far the largest source of our GHG emissions – our GHG emissions intensity has gone down over recent reporting periods. In 2009, our Refining direct emissions were 8.4 tonnes CO\textsubscript{2}e per barrel of daily throughput, while in 2010 that figure was down to 7.5 tonnes, and in 2011 it was 7.3 tonnes.
MPC waste disposal volume has decreased over the last several years. Hazardous waste has declined from more than 14,000 tons in 2007 to about 6,000 tons in 2011, while recycling has increased during that same period.

Why it matters
In addition to the cost-advantages of reducing the amount of waste MPC must dispose of, less waste means higher operational efficiency and less material sent to landfills and hazardous waste disposal sites.

How we improve
All MPC facilities have pollution prevention and waste minimization programs in place, whether it’s a refinery or an office building. These plans are designed to identify opportunities to reduce waste generation and drive continual improvement in waste disposal activities.

MPC's energy use increased from 2009 to 2010 primarily due to completion of a major expansion project at our Garyville, La., refinery in late 2009.

Our energy use dropped from 2010 to 2011 due primarily to the sale of the St. Paul Park, Minn., refinery and related assets in late 2010.

Why it matters
As a manufacturing company, MPC is always seeking ways to increase operational efficiency and reduce costs. Energy use is a reliable measure of efficiency. Reduced energy use also allows us to reduce emissions and conserve natural resources.

How we improve
Because of the cost and environmental benefits inherent in reducing energy consumption, MPC has an Energy Efficiency Team in place to identify efficiency opportunities and recommend measures to save energy. We implement process improvements and technological solutions that increase energy efficiency across all of our operations. Just two examples include installation of energy-efficient lighting at retail and office locations, and ensuring that our plant expansions – such as those at our Detroit, Mich., and Garyville, La., refineries – incorporate the most advanced energy-efficient technologies appropriate to our needs. By the end of 2011, the U.S. Environmental Protection Agency had recognized MPC refineries with 21 of the 26 ENERGY STAR designations it has awarded to refineries since 2005.
Why it matters
Consistent with our vision of no accidents, no injuries and no harm to the environment, oil spills must be prevented because of their negative impact on each of these three components of our vision. Therefore, we track spills both in terms of the number of incidents and their severity, as indicated by the volume spilled. For the purposes of this metric, we include crude oil and refined product in our spill measurements.

How we improve
MPC prevents spills in a variety of ways, including intensive training of personnel, detailed procedures for critical tasks, rigorous preventive maintenance, equipment inspections and various mechanical safeguards. When a spill occurs, it is immediately addressed by highly trained emergency responders, and we conduct an investigation into its causes to determine steps that can prevent future occurrences.

A training exercise on the Ohio River.

While the number of oil spills decreased by almost 50 percent from 2010 to 2011, the volume increased, primarily due to six spills that exceeded 100 bbl each, collectively comprising 95 percent of MPC’s total spill volume in 2011. Eighteen of the 40 spills reached navigable water or an off-site location. The largest single spill in 2011 was at a Stockbridge, Mich., pipeline site, where approximately 9,000 bbl were released. In 2011, there were no mainline releases along MPC pipelines.

Of the 41 Tier 3 and Tier 4 DEIs, almost three-quarters (74 percent) were attributable to a spill or release, with a majority of these due to a release to air. Permit exceedances accounted for 16 percent of the DEIs, with a majority of these being air permit exceedances. The final 10 percent of Tier 3 and Tier 4 DEIs consisted of agency enforcement actions, primarily at the state and local level.

Why it matters
Although oil spills, toxic releases, air emissions and other metrics are reported to regulatory agencies, MPC established the DEI metric in order to combine various factors that might not otherwise be measured together, and use them to track our progress toward our vision of no harm to the environment. Thus, DEIs include releases to the environment, permit exceedances and any agency enforcement action, whether federal, state or local.

How we improve
Because the DEI metric is an aggregation of other measures we report, the programs we have in place to work toward our vision of no accidents, no injuries and no harm to the environment all contribute to the reduction of DEIs. We consider this measure so important that we have linked a portion of employee compensation to successfully achieving annual goals of continual improvement in our DEI numbers.
Energy efficiency

IN 2011, FOUR MPC REFINERIES EARNED THE U.S. ENVIRONMENTAL PROTECTION AGENCY’S (EPA) ENERGY STAR DESIGNATION.

To attain EPA ENERGY STAR status, applicants must meet two stringent requirements: first, the site must perform in the top quartile for energy efficiency, and second, it must have no unresolved environmental compliance actions from either state or federal regulators.

The MPC plants that earned the designation in 2011 were our refineries in Canton, Ohio; Detroit, Mich.; Garyville, La.; and Texas City, Texas. Only one other U.S. refiner received the 2011 recognition. By year-end 2011, EPA ENERGY STAR recognitions had been issued to refineries only 26 times in the U.S. since the award’s inception in 2005. MPC has received 21 of those 26 awards.

Marine environmental awards

MPC’S COMMITMENT TO OPERATIONAL EXCELLENCE AND ENVIRONMENTAL STEWARDSHIP IS BASED ON OUR VALUES.

Our Marine Transportation organization has been recognized for excellence in this area by the Chamber of Shipping of America (CSA), which presented its Environmental Achievement Award to 12 MPC Marine vessels in 2011.

To be eligible for the CSA Environmental Achievement Award, vessels must have operated for at least two years with no reportable spills, no U.S. Coast Guard or port state citations for marine pollution violations, and no violations of state and local pollution regulations.

Marine Transportation also has won five William M. Benkert Marine Environmental Protection Awards from the U.S. Coast Guard since 2002. The Benkert Awards recognize outstanding achievements in marine environmental protection that go beyond mere compliance with industrial and regulatory standards.

Maintaining response capabilities

MPC IS COMMITTED TO CONTINUALLY STRIVING TOWARD NO ACCIDENTS, NO INJURIES AND NO HARM TO THE ENVIRONMENT, BUT WE ARE ALSO PREPARED TO RESPOND TO INCIDENTS QUICKLY AND THOROUGHLY WHEN THEY TAKE PLACE.

The company’s Emergency Preparedness Group (EPG) is responsible for maintaining our readiness to respond, which it does by establishing clear processes and procedures for how incidents are handled based on their severity and type, training responders throughout the company and conducting regular drills that bring all the components together.

EPG conducts dozens of drills each year to exercise various aspects of the company’s emergency response capabilities. Many of these bring together our own employees with representatives of federal, state and local agencies. These drills provide an opportunity for government stakeholders and MPC emergency responders to interact cooperatively in the context of our incident command structure, further enhancing our working relationships with the agencies.

EPG also coordinates one major drill each year that brings together several company organizations to practice responding to a major incident. These major drills, usually lasting three days, include participation by representatives of the federal government – typically the U.S. Coast Guard – as well as state and local agencies and officials. In 2011, the major drill was conducted in Florida and Louisiana simultaneously to determine the company’s ability to accommodate two separate, major incidents.

Left: The MV Louisville on the Ohio River. Right: An MPC employee at a dock in Catlettsburg, Ky.
Preventing pipeline releases

ONE OF THE MOST IMPORTANT FACETS OF PIPELINE SAFETY IS INTEGRITY MANAGEMENT, AND MPC MAINTAINS A RIGOROUS PROGRAM TO MAINTAIN THE SAFETY OF ITS PIPELINES.

We use multiple inspection tools to assess pipeline integrity, checking for metal loss, cracking and third-party damage, depending on the unique needs of each segment.

Inspections continuously evaluate pipelines such that every mile of our regulated pipelines is inspected on no longer than a five-year rotation – an average of approximately 1,200 miles of pipeline inspected each year.

In 2011, MPC conducted integrity assessments on dozens of pipeline segments totaling more than 1,000 miles. Because some segments were assessed multiple times with different technologies and methods, the total number of assessment miles came to more than 5,000. The pipeline assessments were followed by an evaluation and investigation process, resulting in pre-emptive repairs and other remedial actions that are designed to address issues before they become problems.

MPC Holds equity interests in two Midwest ethanol plants to help provide economically priced ethanol for its blending needs.

We hold a 50 percent equity interest in an ethanol plant in Greenville, Ohio, and a 36 percent equity interest in a Clymers, Ind., plant. The plants have a combined nameplate production capacity of 220 million gallons per year.

In 2011, the profitability of both plants was enhanced by adding corn oil separation technology.

The Greenville plant began selling carbon dioxide, and both plants began selling E-85 fuel (up to 85 percent ethanol). We continued evaluating other possibilities for the plants, including biodiesel production capability and siting an algae plant nearby that would produce biodiesel, leveraging the carbon dioxide stream produced by the ethanol distillation process. We also worked with a global biotech firm to explore the possibility of producing cellulosic ethanol from corn cobs and corn stover at the Clymers and Greenville plants. The evaluation is ongoing.

Left: A pipeline right of way. Right: An MPC survey team. Bottom: An operations analyst at the Marathon Pipeline Operations Control Center in Findlay, Ohio.

Left: A lab technician at the Catletsburg, Ky., refinery lab. Right: An ethanol plant in Greenville, Ohio, in which MPC holds an equity interest.
Other alternative fuels

MPC continued evaluations during 2011 with various partners, both formal and informal, toward establishing alternative fuels sources:

- We have been in discussions with developers in Ohio, Florida, Iowa and California to determine the potential of algae-based fuel. At a research and development facility at our refinery in Catlettsburg, Ky., we are testing algae oils to determine their suitability as a transportation fuel.

- We are exploring the use of municipal solid waste as a potential source of ethanol or cellulosic diesel, and we are working with two Midwest-based companies to evaluate the possibilities.

- In collaboration with an Ohio-based company, we are evaluating the potential for pyrolysis technology to contribute meaningfully to our alternative fuels slate. Pyrolysis is a process by which biomass or other substances are heated in the absence of oxygen to produce fuels.

Solar power

In an effort to gather information about the technology, operations and potential utility of solar power to MPC operations, we signed an agreement with the city of Findlay, Ohio, in 2011 to install a 1-megawatt capacity solar array at the city’s Water Pollution Control Center.

The 5,100 panels will be a combination of first- and second-generation solar technology, and all power generated by the array will be donated to the city.

Left: MPC engineers discuss the design of an MPC solar array in Findlay, Ohio. Below: The array under construction.
These habitat sites are certified as either **Wildlife at Work** or **Corporate Lands for Learning** sites, and in some cases both. The **Wildlife at Work** program provides a structure for cooperative efforts between management, employees and community members to create, conserve and restore wildlife habitats on corporate lands. **Corporate Lands for Learning** is a certification program that gives us a framework for opening our habitats to members of the community for educational purposes.

MPC volunteers – often in collaboration with other local community organizations – actively manage these 17 sites, which include more than 1,400 acres. MPC employees devote their time to removing invasive plant species, planting native species, building nest boxes for native birds and bats, monitoring wildlife, educating schoolchildren on the importance of the habitats and much more.

**Garyville, La., refinery property**
- Acres managed for wildlife: 450
- **Wildlife at Work** certified since 2001

**Savage Branch Wildlife Reserve, Catlettsburg, Ky.**
- Acres managed for wildlife: 360
- **Wildlife at Work** certified since 1994, and **Corporate Lands for Learning** certified since 1999

**Big Spring, Ky.**
- This site is unique in that the land is not owned by MPC, although MPC has a right of way for an underground pipeline through the property. The property, including the right of way, is managed for wildlife habitat cooperatively between MPC and the landowner.
- Acres managed for wildlife: 203
- **Wildlife at Work** certified since 2001

**Martinsville Tank Farm, Martinsville, Ill.**
- Acres managed for wildlife: 151
- **Wildlife at Work** certified since 1999, and **Corporate Lands for Learning** certified since 2008

**Palestine Neil Pit, Robinson, Ill.**
- Acres managed for wildlife: 80
- **Wildlife at Work** certified since 2006, and **Corporate Lands for Learning** certified since 2008

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Wildlife habitat on the Garyville, La., refinery property.
Lincoln Trail College and Palestine High School Nature Habitat, Robinson, Ill.
Acres managed for wildlife: 50
Wildlife at Work certified since 2010. MPC also makes the property available to students and local citizens for various learning and activity opportunities.

Speedway Corporate Office Complex, Enon, Ohio
Acres managed for wildlife: 42
Wildlife at Work certified since 1999

Washington Park, Robinson, Ill.
Acres managed for wildlife: 31
Wildlife at Work and Corporate Lands for Learning certified since 2005. Local schools use the habitat for various educational programs, and signage along the nature trail provides students and other community members information about butterflies, local trees and trail safety.

Kuttawa Asphalt Terminal, Kuttawa, Ky.
Acres managed for wildlife: 20
Wildlife at Work certified since 2004

Huntington Light Product Terminal, Huntington, Ind.
Acres managed for wildlife: 8
Wildlife at Work certified since 2011

Cane Run Asphalt Terminal, Louisville, Ky.
Acres managed for wildlife: 5
Wildlife at Work certified since 1999

Mt. Vernon Asphalt Terminal, Mt. Vernon, Ind.
Acres managed for wildlife: 5
Wildlife at Work certified since 2009

St. Elmo Asphalt Terminal, St. Elmo, Ill.
Acres managed for wildlife: 4
Wildlife at Work certified since 2011

Hutsonville School Nature Habitat, Hutsonville, Ill.
Acres managed for wildlife: 3

Former Old Dutch Refinery, Muskegon, Mich.
Acres managed for wildlife: 1
Wildlife at Work certified since 2011

Nashville Asphalt Terminal, Nashville, Tenn.
Acres managed for wildlife: 1
Wildlife at Work certified since 2007

Findlay Office Complex, Findlay, Ohio
Acres managed for wildlife: <1
Wildlife at Work certified since 2000
OUR PEOPLE

THE 24,000 EMPLOYEES OF MPC ARE THE HEART AND SOUL OF OUR SUCCESS.

We have world-class assets – refineries, terminals, pipelines, barges, trucks, convenience stores and much more – but our dedication to recruiting and retaining the best people is what enables us to make the most of those assets.

Whether they’re applying to work at a convenience store, at the corporate headquarters, at a refinery or on a marine vessel, candidates undergo a rigorous evaluation process before they’re hired. Once they become a part of our company, we provide them the opportunity to contribute at their highest potential, and to have their efforts recognized and appreciated throughout their careers with us.

One of our strengths – and one of the factors we consider a corporate value – is our commitment to diversity and inclusion. Part of MPC’s focus on diversity and inclusion is to ensure that all employees are aware of the benefits inherent in an environment of inclusion and respect. We provide ongoing opportunities for training and education – some required and some voluntary – through workshops, online training and seminars.

Toward our goal of creating an environment where all employees can maximize their talents and contributions, we actively seek to nurture and recruit the best candidates from diverse backgrounds to ensure that we continue to reap the benefits of inclusion. Our recruiting strategy includes partnerships with minority-focused educational and professional organizations and institutions, and also a commitment to ensure that our definition of diversity extends beyond surface details. We believe that a truly diverse workforce includes not just those differences that are visible and external, but also the diversity of thought, ideas and opinions that promote creativity and capitalize on differing points of view.

Why it matters

During more than a century of operation, we have seen how different life experiences enrich the workplace with varied perspectives, novel problem-solving strategies and unique approaches to meeting customer needs. We believe a corporate culture of diversity and inclusion makes us a stronger employer and a stronger competitor.

How we improve

MPC’s commitment to diversity and inclusion is driven by the highest levels of management. It is led by the Executive Diversity Officers’ Committee, which is charged with championing the policies and programs that continue to advance MPC’s inclusive work environment. We also have a Diversity Office based at MPC’s headquarters in Findlay, Ohio, and an additional office at Speedway’s headquarters in Enon, Ohio. Diversity Teams are active at each major MPC location.
CORPORATE GOVERNANCE AND INTEGRITY

MPC’s commitment to business ethics and integrity is evident in our Corporate Governance framework, which promotes accountability and provides transparency to investors, employees, neighbors and other interested stakeholders.

Our board of directors is guided by our Corporate Governance Principles, which we post on our website and make available to anyone interested. The principles cover areas such as the roles and responsibilities of the board, qualifications for prospective members and how they are to be elected, what constitutes a conflict of interest, how board members are compensated and other facets of sound governance.

Just as the MPC board of directors is governed by a clear set of principles, MPC employees and officers are held to high standards of business conduct. The company’s Code of Business Conduct is required reading and the subject of regular training for all salaried employees, except at Speedway, where it is required for all store managers and non-store employees. MPC’s Business Integrity and Compliance office is charged with implementing the Code of Business Conduct through training, communication and administration of an Integrity Helpline, which provides employees, business partners and other stakeholders an anonymous means of reporting suspected violations of the Code.

In addition to promoting accountability through our Corporate Governance Principles and the Code of Business Conduct, we also adhere to an ethic of transparency, providing a significant amount of information to the public through our Proxy Statement, Annual Report and other Securities and Exchange Commission filings, which are available on our website and via regular mail upon request. These documents provide details on proposals before the board, executive and director compensation, and in-depth descriptions and discussions of MPC’s assets, subsidiaries, affiliations with other companies, earnings, expenses and many of the risks inherent in our business.

MPC Board of Directors Chairman Thomas J. Usher.
Why it matters
During 2011, MPC’s board of directors consisted of nine independent members, as defined by our Corporate Governance Principles, and our president and chief executive officer. The board is charged with affirmatively determining whether a director is independent by taking into consideration his or her relationship with MPC, which could include commercial, industrial, banking, consulting, legal, charitable, familial or other relationships. We value having a majority of independent board members in order to ensure that decisions are made in the best interests of the corporation as a whole, and of its shareholders.

How we improve
We are committed to ensuring that those who have a stake in MPC are informed about the company’s board of directors, and will continue to report the proportion of independent board members as it is presented in this publication.

INDEPENDENT BOARD MEMBERS
2011: 90 Percent

BUSINESS INTEGRITY AND COMPLIANCE CASES*

*Includes allegations, inquiries and other contacts entered into MPC’s Business Compliance and Integrity case management system. Because several functions prior to the spinoff of MPC on June 30, 2011, were shared by Marathon Oil Corporation’s upstream and downstream segments, these numbers are approximate to account for the vagaries associated with clearly designating some employees as belonging to the downstream segment (which became MPC after the spinoff in mid-2011) or the upstream segment (which remained Marathon Oil Corporation).

Why it matters
An important prerequisite for an ethical business culture is widespread awareness of our Code of Business Conduct. Over the past few years, MPC has increased awareness of business integrity issues among employees through communications and training. As a result, the number of reports received and entered into the Business Integrity and Compliance case management system has increased. Over the reporting years, allegations have decreased as a percentage of the total reports, while the percentage of inquiries has increased. These numbers indicate that employees are proactively contacting Business Integrity and Compliance to ensure their actions are consistent with the Code of Business Conduct to avoid placing themselves, or the company, at risk.

How we improve
MPC’s Code of Business Conduct is the subject of mandatory training for all Marathon Petroleum employees and for Speedway store managers and all non-store employees. In addition to familiarizing employees with specific restrictions and courses of action, the training provides realistic scenarios illustrating various aspects of the Code of Business Conduct. An important principle of the Code of Business Conduct, and a valuable message included in all mandatory training, is an employee’s right and obligation to report unethical or illegal behavior with complete anonymity and without fear of reprisal. During 2010 and 2011, approximately 8,500 MPC employees completed the ethics training.
Investors

After only one full quarter of operating as an independent company, our board of directors increased the quarterly dividend we pay to shareholders by 25 percent, intentionally establishing MPC as a company focused on sharing our success with those who invest in our future.

Similarly, MPC’s board also authorized a share buyback of up to $2 billion, which not only returns that amount of capital to shareholders, but also increases the value of remaining shares.

Capital expenditures

Refining and marketing are capital-intensive business activities, and as such, MPC’s operations generate an enormous amount of economic activity. Construction of new facilities and upgrading existing plants require skilled workers and large purchases of materials and services; our 2011 capital expenditures amounted to more than $1.3 billion, and our total for the five years ended Dec. 31, 2011, is almost $9.7 billion.

Payroll and procurement

Although our capital expenditures are significant, they are dwarfed by the amount of money MPC injects into the economy in order to keep its operations running smoothly and efficiently every day. For example, our investment in recruiting and retaining top-notch employees includes competitive compensation: our payroll was more than $1.1 billion in 2011. Our five-year total for payroll expenditures amounts to $5.4 billion through year-end 2011.

In addition to our investment in people, MPC’s operations require purchases of thousands of goods and services on a daily basis. From the crude oil and other feedstocks that we process into fuels, to office furniture and computers, to electricity and communications services, our procurement expenditures amounted to more than $75 billion in 2011. Our five-year total adds up to more than $300 billion spent with thousands of businesses.

Taxes

At the same time, our operations generate significant tax revenue for federal, state and local governments. Income taxes on MPC’s 2011 earnings amounted to more than $1.3 billion for these levels of government, and the fuels we sold generated another $5.1 billion in consumer excise taxes, which we are required to collect from customers and remit to the federal and state governments. MPC also pays other taxes and fees to federal, state and local government entities.
DIVIDENDS PAID
Second Half 2011: $160 million

Why it matters
Paying dividends is one of the primary ways we return capital to our shareholders, and therefore is a factor that investors weigh when deciding whether to purchase MPC stock. We regard stockholders as investors in our future, and as such, we carefully consider how to share our success with them.

How we improve
MPC is committed to returning capital to shareholders in a way that balances our need for liquidity and our desire to share our financial success with shareholders. After only one full quarter of operating as an independent company, MPC’s board of directors increased the company’s dividend by 25 percent. The dividend, as well as other methods of returning capital to shareholders, will be regularly evaluated by the board to optimize its balance.

COMPANY OWNERSHIP
MPC is owned by its shareholders, which include a broad range of investors. MPC shareholders are individuals as well as large and small institutions such as mutual funds, pension funds, banks, insurance companies, endowment funds and others. Directors and executive officers of MPC, on a combined basis, own less than one percent of MPC stock.*

Why it matters
We conduct our business for the benefit of all those who own MPC, and we believe that our many stakeholder groups should be informed about our ownership.

How we improve
We are committed to transparency and will continue to report on our ownership, including the level of ownership by MPC directors and executive officers.

* Information regarding the ownership of MPC stock by our directors and executive officers may be found under the heading “Security Ownership of Directors and Executive Officers” in our Proxy Statement for the 2012 Annual Meeting of Shareholders, as filed with the Securities and Exchange Commission.

CAPITAL EXPENDITURES
Millions of Dollars

Why it matters
MPC’s capital expenditures represent major investments in our ability to remain competitive, and also represent large injections of capital into communities where these investments are taking place. These typically take the form of workers hired, materials procured, services contracted and more.

How we improve
Our capital expenditures fluctuate based on a variety of factors, including how many strategic investments we are making in our existing assets and whether we are acquiring additional assets, such as the convenience stores we purchased in 2011 to integrate into our seven-state Speedway retail network. We are committed to ensuring that shareholders, employees and neighbors of our many facilities are aware of our capital expenditures by continuing to report these numbers as they are presented in this publication.

Above: Construction on the Detroit Heavy Oil Upgrade Project. Below: MPC officers and members of the board of directors after the company’s bell-ringing at the New York Stock Exchange.
Why it matters

MPC is committed to recruiting and retaining the best workers available, and offers a compensation package that includes competitive pay as a primary component. Our payroll amount also represents a significant investment in the communities where our employees live and work, given the businesses they patronize for the goods and services of their daily lives.

How we improve

We continually evaluate our compensation relative to our competitors and the industries from which we draw our people.

Why it matters

From crude oil to valves, and from advertising to employee benefits, MPC spends billions of dollars each month to keep the business operating effectively. We report this amount because we believe our stakeholders – shareholders, customers, neighbors and employees – should have an idea of the financial resources required to run our business. We also believe it's important to illustrate that when MPC is successful and thriving, it results in a significant multiplier effect in the broader economy.

How we improve

MPC works to minimize its expenses responsibly within the framework of its operational requirements. However, the refining and marketing business typically requires significant expenditures on an ongoing basis to remain competitive in terms of safety, technology, security, energy efficiency, operational expertise and many other categories.
**Procurement Spending with MWBEs**

Millions of Dollars

*Includes discretionary and non-discretionary spending with minority- and women-owned business enterprises (MWBEs). MWBE spending amounts are included in the Total Expenditures amounts (also reported in this section), so these amounts are a subset of, and not in addition to, the Total Expenditures.

**Why it matters**

MPC is committed to building a diverse base of suppliers that reflect the communities to which we belong. This not only strengthens the communities where our employees live and work, but also allows us to benefit from the business advantages that come from a broader base of competitive suppliers – the innovative solutions and new perspectives that emerge from varied backgrounds. Toward achieving this goal, we measure the amount of procurement spending with minority- and women-owned business enterprises (MWBEs) as one indicator of our supplier diversity.

**How we improve**

A supplier diversity manager in MPC’s Global Procurement organization oversees the company’s commitment to ensuring a diverse base of suppliers. In addition to a network of internal supplier diversity advocates within Procurement and various other organizations throughout the company, we maintain a web-based portal for MWBEs to register as potential suppliers. This connects them to an online tool that we use to solicit bids from registered suppliers. We work with specialized agencies – such as the National Minority Supplier Development Council, the Women’s Business Enterprise National Council and the U.S. Small Business Administration – to certify businesses as MWBEs.

**Income Tax Expenses**

Millions of Dollars

**Why it matters**

When MPC prospers, the federal and state governments, and the towns, cities, counties and parishes where MPC facilities operate, benefit from revenues for their priorities.

**How we improve**

MPC is committed to ensuring transparency in the amount of its income tax expenses, as presented in this publication.

**Consumer Excise Taxes Remitted**

Billions of Dollars

**Why it matters**

MPC is required by law to collect state and federal excise taxes on fuels we sell to consumers, and remit these taxes to the relevant government entities. We report this amount because it represents a significant portion of the price consumers pay for their fuel; as of January 2012, state and federal excise taxes averaged about $0.49 per gallon of gasoline, according to the American Petroleum Institute.

**How we improve**

We are committed to ensuring transparency in the amount of excise tax we collect from consumers and remit to the federal and state governments, as presented in this publication.
ADVOCACY

MPC’S BUSINESS – THE REFINING, TRANSPORTATION AND MARKETING OF FUELS – IS HEAVILY REGULATED BY FEDERAL, STATE AND LOCAL GOVERNMENT BODIES.

As a result, what happens in Washington, D.C., and the legislatures of the states where we do business, has the potential to significantly affect our ability to meet market needs for reliable, affordable fuels.

At the same time, most lawmakers and many regulators are not experts on our complex business, and often are unaware of the negative effects that even well-intentioned legislation or rules can have on the millions of people who rely every day on the fuels we produce.

Particularly in recent years, we have seen legislative and regulatory proposals introduced that threaten to adversely affect MPC and the industry as a whole. MPC advocates for its own corporate interests and for those of the industry, with three areas of focus: maintaining a strong refining and marketing industry in our nation, continuing to meet the energy needs of consumers at competitive prices, and protecting the value of our shareholders’ investments. For the same reasons, MPC contributes campaign funds, where allowed, to candidates who have expressed policy positions that are consistent with our industry’s and our company’s needs, regardless of their political affiliation.

Similarly, the MPC Employees Political Action Committee (MPAC) provides eligible employees the opportunity to pool their resources to support candidates that support the company and industry in which they work. MPAC is governed and managed by a board of directors representing a cross-section of MPC employees.

Industry leadership

As part of our efforts to protect shareholders’ interests and efficiently provide our customers with the products they need, MPC actively participates in coalitions, trade associations and other organizations that advocate for issues critical to our success. Dozens of MPC professionals and executives participate in federal and state organizations. Our participation in these organizations enables us to pool our expertise with that of others facing similar challenges. Some of these groups are:

- American Petroleum Institute
- American Fuel & Petrochemical Manufacturers
- American Chemistry Council
- National Association of Convenience Stores
- SIGMA (formerly the Society of Independent Gasoline Marketers of America)
- Petroleum Marketers Association of America
- Association of Oil Pipe Lines
- Independent Liquid Transport Association
- National Association of Manufacturers
- U.S. and State chambers of commerce
- State petroleum associations

MPC also contributes its expertise to governmental and non-governmental entities involved in setting standards and recommended practices for the refining, marketing and pipeline industries in the areas of fire protection, pipeline safety, security and many others.

U.S. House Speaker John Boehner (right) with MPC President and CEO Gary Heminger at an MPC Congressional reception in Washington, D.C.
COMMUNITY INVOLVEMENT

That’s why MPC has partnered with United Way corporate-wide in an effort to maximize the positive impacts its employees can have on their communities.

MPC employees’ generosity is also the basis for the company’s matching programs. For example, the company provides a cash donation to qualified charitable organizations for which an employee volunteers at least 24 hours during a calendar year. The company also will match employee donations to educational institutions and the United Way during its campaigns.

In addition, MPC gives generously to art, cultural and educational institutions, civic and community causes, health and human services and environmental efforts. Some of the beneficiaries are in the communities where MPC operates – such as Habitat for Humanity of Hancock County, Ohio, or the East St. John Parish Elementary School in Louisiana – while others are organizations that serve the nation as a whole – like the American Heart Association or Boy Scouts of America.

United Way: In order to leverage MPC employees’ generosity, the company matches part of their contributions to the United Way in all of the company’s major operational areas. Each year’s matching donation is awarded during the first quarter of the following calendar year, so MPC’s 2011 contributions to the various United Way organizations matched donations made or pledged during 2010.

The 2011 MPC match amounted to almost $679,000. When added to the employees’ donations of about $1.1 million, United Way agencies in nine major operating areas received almost $1.8 million to benefit their programs.

Speedway and Children’s Miracle Network Hospitals: As an integral part of MPC, Speedway’s commitment to the hundreds of communities in which it does business is a powerful force for good. Since 1991, Speedway has used its network of stores to benefit Children’s Miracle Network Hospitals (CMNH) in its marketing region by partnering with its millions of customers. Speedway has been able to collect over $45 million for CMNH since the partnership began. In 2011 alone, Speedway raised a record $6.1 million.

All of the money collected for CMNH by Speedway’s stores in a given area goes directly to the children’s hospital supporting that community. Speedway also makes an employee payroll deduction program available for CMNH donations and holds an annual corporate Miracle Golf tournament, bringing together Speedway’s many vendors to raise funds for CMNH. Speedway also provides all administrative support so that every penny donated by the customers goes to Children’s Miracle Network Hospitals.

Recognition for Speedway’s efforts to help CMNH:

- Riley Hospital for Children will name its new pediatric burn unit – the only one in Indiana – in Speedway’s honor to recognize the company for its support over the years.
- In 2011, the Beaumont Children’s Hospital in Royal Oak, Mich., named the waiting area for its Neonatal Intensive Care Unit after Speedway in recognition of its donations over the years.
- The Dayton Children’s Hospital in Dayton, Ohio; Kosair Children’s Hospital in Louisville, Ky.; and University of Kentucky Children’s Hospital in Lexington, Ky., each purchased pediatric mobile intensive care units in 2011 with funds that Speedway collected and donated over the past few years. The vehicles proudly display the Speedway logo as they help children in the community.
**Logistics outreach:** Employees of MPC’s administrative and logistical assets also are involved in their communities. Our Marine Transportation organization, for example, is active in inland waterway cleanups, educational efforts at community schools and emergency response training for local first responders. Its employees volunteer their time and financial resources to benefit families in need through food banks, toy collections, school supply drives and more.

As part of its educational outreach to inform communities about National Safe Digging Month each year, our pipeline subsidiary, Marathon Pipe Line LLC (MPL), has developed a turnkey educational package for schools, including a poster contest, DVD presentations, an informational flier for kids to take home and “Call Before You Dig” T-shirts for each student. MPL employees also participate in community schools’ science fairs and science classes, explaining and demonstrating various aspects of our industry and its role in their lives.

**Refineries**

Each of MPC’s six refineries is staffed by hundreds of employees and contractors who are integral to their communities.

They serve as volunteers for dozens of community organizations, donating their time, effort and financial resources to make the places they live happier, healthier and more enriching. In addition, MPC refineries have established Community Advisory Panels (CAPs), consisting of community leaders, neighbors and refinery personnel who meet regularly to discuss issues of mutual importance.

**Louisiana Refining Division**

Located on 3,500 acres at Garyville, La., MPC’s Louisiana Refining Division (LRD) was completed in 1976, and had an operating capacity of 490,000 bpcd at year-end 2011. With 800 employees and 600 contract workers, LRD provides active and continuing support for community-betterment and quality-of-life initiatives.

**Ezekiel Jackson Day:** Food, gifts, games and fun are a few highlights of an annual community event sponsored by LRD and St. John the Baptist Parish at Garyville’s Ezekiel Jackson Park. Seventy LRD employees hosted the 2011 event, which drew about 1,000 area residents.

Interactive whiteboards awarded: In partnership with the Supriya Jindal Foundation for Louisiana’s Children, LRD awarded 10 interactive whiteboard systems to LaPlace Elementary School. The package also included a laptop, whiteboard speaker and interactive response systems.

Fourth Annual XCITE Program: Twelve young women about to enter their freshman or sophomore years of high school got an opportunity to gain firsthand knowledge of college life and engineering careers through 2011’s Fourth Annual Exploration Camp Inspiring Tomorrow’s Engineers (XCITE). The one-week residential program is funded by LRD and organized by the LSU Office for Diversity Programs.

San Francisco Plantation: Gracing LRD property just a short distance from the plant’s processing facilities is a fully restored antebellum mansion known as the San Francisco Plantation. Built around 1850, Marathon Oil Company restored the house in the 1970s after purchasing the LRD property, which included the mansion and its grounds. More than 600 students from 11 area schools participated in LRD’s 2011 “Stepping Back in Time” program, which encompassed a tour of the house and cabins and a range of demonstrations.

Bringing Science to Life: Ten years ago, LRD adopted East St. John Elementary School through the Partners in Education Program. Since that time, employees have been bringing scientific concepts to life in the classroom. In 2011, LRD employees demonstrated scientific concepts at science stations, including how to build Alka Seltzer® rockets and electrical circuits; observe the effects of ultraviolet light; and make glow-in-the-dark slime.

Safe and efficient operations

- LRD is the only U.S. petroleum refiner admitted to the Environmental Protection Agency’s (EPA) National Environmental Performance Track Program.
- One of the few (less than 100) U.S. facilities granted simultaneous membership in Occupational Safety and Health Administration (OSHA) and EPA elite programs. The plant has been an OSHA Voluntary Protection Program Star Site since 1994, and has been named an EPA ENERGY STAR facility six times, most recently in 2011.
- The only refinery to be accepted into the EPA Voluntary Early Reduction Program for Air Toxics under the Clean Air Act
- Received 14 Governor's Environmental Leadership Awards since 1996
- Emergency response drills with local emergency responders

Community: LRD and its people support civic, education-related and other community-betterment initiatives, including:

- St. John the Baptist Parish United Way
- Big Brothers Big Sisters school-based mentoring program
- Partner in Education with East St. John Elementary, Garyville/Mt. Airy Math and Science Magnet School and East St. John High School
- Scholarship/internship programs with the Louisiana Technical College River Parishes Campus
- A backpack drive, donating 180 to area schools in 2011
Catlettsburg Refining, LLC

Located in northeastern Kentucky near the confluence of the Big Sandy and Ohio rivers, MPC’s Catlettsburg, Ky., refinery became part of MPC in 1998. Built in 1924, the plant now has a 233,000 bpcd capacity. Its 800 full-time and 700 contract employees support numerous community-betterment initiatives aimed at improving quality of life for all.

Ohio River Sweep: For more than two decades, refinery employees and family members have annually gathered on the banks of the Ohio River to participate in a longstanding tradition – the Ohio River Valley Water Sanitation Commission (ORSANCO) Ohio River Sweep. During the 2011 sweep, participating refinery employees and family members cleared a section of riverbank near the Catlettsburg refinery, collecting about 30 bags of refuse.

Savage Branch Wildlife Reserve: Every spring and fall, Catlettsburg-area students get an opportunity to study wildlife firsthand at an Outdoor Classroom taught by the employee volunteers who maintain the refinery's Savage Branch Wildlife Reserve. In 2011, more than 200 students in kindergarten through sixth grade took part in the program, located on 320 acres near the plant.

Pack-a-Backpack: Over the past decade, the refinery and employees have sent almost 1,500 area children off to school with fully stocked backpacks, new clothes and shoes through the Pack-a-Backpack Program. In 2011, 137 children benefitted from the program. Refinery management funds the backpacks, and employees either donate cash or purchase items.

Enriching the community: Catlettsburg refining employees serve on the boards of 50 area organizations. Just a few include:

- Leadership Tri-State, a non-profit, community-education program
- Several area chambers of commerce
- Paramount Arts Center
- Summer Motion, a five-day family festival
- Winter Wonderland of Lights Festival, a five-week holiday event

Safe and efficient operations

- An inaugural Master Level member of the Kentucky Department for Environmental Protection’s KY EXCEL program
- Received environmental performance awards from the American Fuel & Petrochemical Manufacturers and the National Safety Council

Left: A Hager Elementary School second-grader peers into a nest box at the Savage Branch Wildlife Reserve. Middle: the Catlettsburg refinery control room. Right: An MPC technician with second-graders from Hager Elementary School.
Illinois Refining Division

MPC’s Illinois Refining Division (IRD) covers about 900 acres in Robinson, Ill., a rural town of about 7,000 residents in the southeastern part of the state. Built more than a century ago, IRD was bought by MPC’s predecessor, The Ohio Oil Company, in 1924. About 700 employees and 300 contractors currently staff the refinery, which has a 206,000 bpcd operating capacity.

Wings Over Wetlands: IRD is the 2011 Wings Over Wetlands Award recipient – joining only four other U.S. and Canadian companies to achieve this prestigious honor. IRD teamed up with a local college and a high school to create a nature area on a 50-acre site shared by both schools. A wildlife team comprised of refinery volunteers, students, parents and faculty from both schools, worked together to create the Lincoln Trail College and Palestine High School Nature Habitat, and then they upped the ante by undertaking a wetlands restoration and management project on the site aimed at providing habitats for waterfowl and other migratory birds.

Teaming up for emergency response: In 2011, IRD teamed up with local law enforcement and the Illinois Law Enforcement Alarm System’s regional Critical Incident Response Team to practice responding to two scenarios involving armed individuals. Both simulated situations were resolved successfully.

Safe and efficient operations: IRD has received numerous awards and recognitions:

- Occupational Safety and Health Administration (OSHA) Voluntary Protection Program (VPP) Star since 1999
- Recipient of the 2009 OSHA VPP Outreach Award
- Earned the 2008 OSHA Contractor VPP Award
- Won the 2008 OSHA Best Practice Award
- Winner of American Fuel & Petrochemical Manufacturers Safety awards
- Achieved Environmental Protection Agency’s (EPA) Waste Wise Certification in 2008
- Behavioral Safety Accreditation from the Cambridge Center for Behavioral Studies since 2005

Continuing community involvement: Throughout the year, IRD volunteers further support the surrounding community through involvement in projects and programs:

- United Way of Crawford County
- Robinson, Oblong, Palestine and Hutsonville chambers of commerce
- Leadership Crawford County
- Community Household Hazardous Waste Day
- Provides mutual aid to local emergency responders

Below left: Children at a Robinson-area elementary school react to an anti-bullying presentation sponsored by the refinery. Right: An employee reads Giraffes Can’t Dance to area first-graders.
**Michigan Refining Division**

MPC’s Michigan Refining Division (MRD), covering about 250 acres, has been a fixture in southwest Detroit since it was built in 1930. MPC’s predecessor, The Ohio Oil Company, purchased the plant in 1959. With a 106,000 bpd capacity, the plant employs about 500 permanent and 160 contract workers. It is currently undergoing an upgrade and expansion, scheduled for completion by year-end 2012.

**Property Purchase Program:** In November 2011, MRD announced a groundbreaking initiative to purchase an entire residential neighborhood adjacent to the refinery and convert the properties to a green space. MPC initiated the program in response to requests from some of its neighbors near the refinery fence line who wished to relocate. As a result, MPC announced purchase offers and relocation assistance to the entire Oakwood Heights residential community, comprised of about 500 residential and vacant properties surrounded by large industrial complexes. The program is expected to be complete by the end of 2013.

**Process Technology Scholarship Program:** In 2011, MRD presented eight scholarships to Detroit-area residents, enabling recipients to pursue training in the Process Technology (PTEC) Program at Henry Ford Community College at no cost to the recipients. 2011 marked the third year of a 10-year commitment by MRD to provide the scholarships to help generate training opportunities for Detroit residents.

**Safe and efficient operations:** MRD has received several awards, recognitions and distinctions:

- ENERGY STAR Partner and recipient of five ENERGY STAR facility awards from the U.S. Environmental Protection Agency
- 2010 Energy Efficiency Award from the American Chemistry Council
- American Fuel & Petrochemical Manufacturers Distinguished Safety Award for 2011. Only three facilities in the country were recognized with this award.
- 2011 Accreditation in Behavioral Safety Management from the Cambridge Center for Behavioral Studies
- 2010 Prestigious Star designation from the Michigan Occupational Safety and Health Administration (MIOSHA) Voluntary Protection Program
- 2010 Thoroughbred Chemical Safety Award from Norfolk Southern
- Community Builder Award from Southwest Detroit Environmental Vision
- The first refining facility in the world to receive Responsible Care® 14001 certification for its health, environmental, safety and security systems

**Community involvement:** MRD employees create, support and participate in numerous community-enhancement initiatives, including:

- Earth Day observances at three area schools in 2011, discussing environmental issues and distributing tree seedlings
- Gleaners Food Bank – Employees and contractors working on the Detroit Heavy Oil Upgrade Project (DHOU) set a goal of contributing 15,000 food and personal care items to Gleaners in 2011 and ended up donating 59,000 items
- Mutual aid and training with the Michigan Occupational Safety and Health Administration and local emergency responders
- Rouge River Rescue Days and neighborhood cleanup campaigns
- Southwest Detroit United Way

Left: Detroit’s Oakwood Heights neighborhood seen from the Detroit refinery’s coker. Right: The refinery’s coker seen from Oakwood Heights. Bottom: Some of the tens of thousands of food and personal care items collected by MPC employees and contractors working on DHOU. The collections were donated to Gleaners Food Bank in Detroit.
**Texas Refining Division**

MPC's Texas Refining Division (TRD), in Texas City, Texas, was built in 1931 and purchased by MPC's predecessor, The Ohio Oil Company, in 1962. TRD has an 80,000 bpcd operating capacity and is staffed by 280 employees and 195 contract workers.

**Promoting children's health:** Games, prizes, treats and fire trucks made TRD exhibits a hit with children of all ages at the 2011 Children’s Health and Safety Fair at the Texas City Mall of the Mainland. This is the ninth year the refinery and its employees have participated in the annual event.

**Earth Day Trash Bash:** More than two dozen TRD employees and contractors congregated at the Texas City Dike for the 2011 Earth Day Trash Bash. The cleanup project is held annually across Texas to help preserve watersheds, prevent pollution and raise environmental awareness. Volunteers collected 20 garbage bags of refuse from the dike.

**Senior Share Holiday Gala:** One of the TRD's most anticipated yearly volunteer initiatives involves a celebration of the refinery's senior friends and neighbors at the annual Senior Share Holiday Gala, sponsored by the Senior Share Program of Galveston County. TRD was a platinum sponsor for the 2011 event and provided 100 small gifts to further brighten the gala.

**A trail to education:** In 2011, TRD donated funds and volunteer labor to help give area youngsters a head start in the learning process while having fun. Through the United Way of Galveston County Mainland, TRD supported construction of a Born Learning Trail in Texas City's Rainbow Park. TRD funded signage and provided volunteer labor for the project.

**Commitment to community:** TRD and its employees support a wide range of community-betterment projects and programs, financially and through volunteer contributions of time, talent and skills:

- Texas City/La Marque Chamber of Commerce
- Junior Achievement of the Mainland
- Texas City Independent School District Foundation for the Future
- La Marque Independent School District Education Foundation & Gateways Program
- Galveston County 1984 Opera House
- Galveston County Food Pantry

**Safe and efficient operations**

- TRD has been named an Environmental Protection Agency ENERGY STAR facility three times, most recently in 2011.
- Texas Chemical Council “Excellence in Caring for Texas Award” for demonstrating commitment in community awareness, emergency response, pollution prevention and security
Ohio Refining Division

MPC’s Ohio Refining Division (ORD) occupies 180 acres on the outskirts of Canton, in northeastern Ohio. With a current processing capacity of 78,000 bpcd, it was built in 1931 and has been part of MPC’s refining system since 1998. ORD’s approximately 360 employees and 250 contract workers are valued neighbors, long supporting community-betterment initiatives financially and as volunteers.

Helping students: As a means of sparking curiosity for science, technology, engineering and mathematics at an early age, ORD adopted Deuber Elementary School in 2004. Refinery volunteers have since worked with the children in various ways, providing presentations, mentoring and other education-enrichment activities, such as an annual Science Day. About 250 students participated in the 2011 Science Day, which featured demonstrations aimed at capturing the interest of kindergarten through sixth-grade students. 2011 drives conducted by ORD volunteers also generated 12 boxes of school supplies and several hundred dollars for additional purchases, as well as more than 50 sets of hats, gloves and scarves for students.

Community cleanup: ORD employees annually gather on a Stark County, Ohio, creek bank for the Nimishillen LEAP (Litter Elimination, Awareness and Prevention). ORD has sponsored the event since its 2002 inception. During the 2011 Nimishillen LEAP, ORD volunteers collected about 10 cubic yards of refuse – from plastic bags and bottles to bicycles and shopping carts.

Safe and efficient operations: Over the past decade, the ORD has been recognized for operating safely and efficiently:

- American Fuel & Petrochemical Manufacturers: Five awards for Safety Achievement
- Stark County Safety Council: Four-time recipient of the Special Award for Workplace Safety
- U.S. Environmental Protection Agency: Named ENERGY STAR Facility for six consecutive years
- American Chemistry Council: Three-time recipient of the Energy Efficiency Award

A helpful neighbor: ORD supports numerous other projects and programs in the community… activities that help friends and neighbors from all walks of life. Some of these include:

- Leadership Stark County: Develops community leaders through training and education
- United Way of Greater Stark County: ORD helped the local chapter exceed its 2011 fundraising goal, helping to support its 40 member agencies
- Emergency response: ORD provides mutual aid for fire and other emergency responders within the community and drills with local responders to enhance response efforts
A tree frog perches on a branch at the 450-acre wildlife habitat on MPC’s Garyville, La., refinery property.
DISCLOSURES REGARDING FORWARD-LOOKING STATEMENTS

This citizenship report includes forward-looking statements. You can identify our forward-looking statements by words such as “anticipate,” “believe,” “estimate,” “expect,” “forecast,” “goal,” “intend,” “plan,” “predict,” “project,” “seek,” “target,” “could,” “may,” “should,” “would” or other similar expressions that convey the uncertainty of future events or outcomes. We have based our forward-looking statements on our current expectations, estimates and projections about our industry and our company. We caution that these statements are not guarantees of future performance and you should not rely unduly on them, as they involve risks, uncertainties, and assumptions that we cannot predict. In addition, we have based many of these forward-looking statements on assumptions about future events that may prove to be inaccurate. While our management considers these assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory and other risks, contingencies and uncertainties, most of which are difficult to predict and many of which are beyond our control. Accordingly, our actual results may differ materially from the future performance that we have expressed or forecast in our forward-looking statements. In accordance with “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995, we have included in our Form 10-K for the year ended Dec. 31, 2011, cautionary language identifying important factors, though not necessarily all such factors, that could cause future outcomes to differ materially from those set forth in the forward-looking statements. The aforementioned Form 10-K is available on our website, http://www.marathonpetroleum.com under the “Investor Center” tab, or can be requested by contacting: Public Affairs, 539 S. Main St., Room 312-M, Findlay OH 45840.
About Marathon Petroleum Corporation

MPC is the nation’s fifth-largest refiner, with a crude oil capacity of approximately 1.2 million barrels per calendar day in its six-refinery system. Marathon brand gasoline is sold through more than 5,000 independently owned retail outlets across 18 states. Speedway LLC, an MPC subsidiary, owns and operates the nation’s fourth-largest convenience store chain, with approximately 1,460 convenience stores in seven states. MPC also owns, leases or has ownership interests in approximately 8,300 miles of pipeline. MPC’s fully integrated system provides operational flexibility to move crude oil, feedstocks and petroleum-related products efficiently through the company’s distribution network in the Midwest, Southeast and Gulf Coast regions. For additional information about the company, please visit our website at http://www.marathonpetroleum.com.