CITIZENSHIP
REPORT 2012
LETTER FROM THE CEO
A message from President and Chief Executive Officer Gary R. Heminger about what this report represents to MPC and its stakeholders

ABOUT THIS REPORT
How this report was compiled and how it differs from the 2011 report

ABOUT MARATHON PETROLEUM CORPORATION
What we do, and a brief look at how we do it

MANAGING FOR CONTINUAL IMPROVEMENT
How we hold ourselves accountable to rigorous performance standards

FUELING THE AMERICAN SPIRIT
How MPC employees contribute to stronger communities and a stronger America

HEALTH AND SAFETY
Injury rates, process safety events and employee wellness

ENVIRONMENTAL STEWARDSHIP
Air pollutant emissions, greenhouse gas emissions, toxic release inventory, waste generation and recycling, energy use, spills, Designated Environmental Incidents

OUR PEOPLE
Minorities, women in the workforce; employee engagement survey results

GOVERNANCE AND INTEGRITY
Independent board members, business integrity and compliance cases

ECONOMIC IMPACT
Dividends paid, company ownership, capital expenditures, payroll, total expenditures, procurement spending with minority-owned and women-owned businesses, income tax expenses, consumer excise taxes remitted

ADVOCACY
Legislative and regulatory issues we take positions on

GLOSSARY
Descriptions of acronyms and definitions of terms

LOCATION INDEX
Where to find reference to communities that are important to you

Fellow shareholders and neighbors:
The accomplishments we present in our 2012 Citizenship Report are a source of great pride for us at Marathon Petroleum Corporation. In this publication you will see what makes MPC a great company: our dedication to the important work we do, and to the values that guide us.

It is my deeply held belief that among our nation’s greatest strengths is our exceptional generosity to one another, and our ability to rely on friends, neighbors and fellow citizens when in need. This is a long-standing foundation of the American spirit. Throughout the 20 states where we do business, our thousands of employees strengthen the communities in which they live.

In a very tangible way, we help fuel the American spirit. In the dozens of communities where MPC operates, our employees donate their time, talent and dollars to charities and civic organizations that help those in need and strengthen our communities. As a corporation, we mirror our employees’ generosity by donating millions of dollars to worthy causes, matching employee giving and contributing to organizations for which our workforce volunteer.

In addition to our contributions to communities, we hold ourselves accountable for the safe and responsible operation of our facilities. In this regard, 2012 was an excellent year. Our safety performance was record-setting, and we continue to practice sound stewardship of the environment through our certified wildlife habitats, EPA ENERGY STAR refineries and many other successful efforts.

While we are justifiably proud of our community involvement and well-run operations, we are no less proud of the societal impact we have through our commercial activities. Manufacturing the fuels and other products that make modern life possible is a noble endeavor, and we are one of the best in our industry at doing so.

This makes MPC a powerful economic engine. Our financial success in 2012 enabled us to share our prosperity. We returned hundreds of millions of dollars to our shareholders, spent tens of billions of dollars on goods and services to run our operations and paid approximately $7.4 billion in taxes, including excise tax remittances.

Throughout the 20 states where we do business, our thousands of employees strengthen the communities in which they live.

On the cover:
MPC employees volunteer to convert eight acres of company property in Heath, Ohio, into a wildlife habitat. See page 36 for additional details.

Sincerely,
Gary R. Heminger
President and Chief Executive Officer
Marathon Petroleum Corporation’s 2012 Citizenship Report represents our accountability to you, our stakeholders, for our non-financial performance. As such, we devote significant resources and effort to ensuring its relevance and utility.

HOW WE DECIDED ON THE CONTENT
We have shaped this report’s content based on several factors. First, we surveyed the citizenship reporting practices of others in the energy industry, and have sought to ensure that any information we report is consistent with their best approaches, while at the same time relevant to us and our most important stakeholders.

We conducted stakeholder engagement activities that included meeting with community members in areas where MPC operates major facilities. We also solicited feedback from our employees who regularly interact with external stakeholders, such as investors, neighbors, customers, legislators and regulators.

HOW WE COMPILE THE DATA
Dedicated teams of MPC professionals gather raw data, carefully calculate metrics and analyze the results in order to drive continual improvement in environmental, safety, diversity, ethics and integrity, and other areas relevant to our business. We include this data in our Citizenship Report so that our stakeholders see where we are improving, as well as where we need to do more work.

Once the data is gathered, we ensure its accuracy through an intensive review process. MPC controller’s staff and Internal Auditing organization review and confirm all numbers. They do this by comparing the numbers to those that have been reported elsewhere in the company, and by examining the methodologies and inputs used to calculate the final data we report to you.

AS A RESULT OF OUR STAKEHOLDER ENGAGEMENT PROCESS, THE 2012 CITIZENSHIP REPORT INCLUDES THE FOLLOWING ENHANCEMENTS:

- Reduced text: MPC’s 2011 Citizenship Report was our first as an independent company, and therefore included a large amount of background information to provide historical and operational context. This year’s report provides less of this narrative information.

- Changes to metrics: Compared to the 2011 Citizenship Report, we have added several measures of employee engagement and perceptions under the Our People section. We have also added a new metric under the Health and Safety section and one under Environmental Stewardship. These are explained in those sections.

- Political advocacy information: Because MPC is a heavily regulated business, we work with lawmakers and regulation at the federal, state and local levels to keep them apprised of what policies help us to most effectively meet the needs of our customers and other stakeholders, as well as the intent of these regulations. This sometimes involves taking positions on proposed laws or regulations, and in this report we highlight some of those positions.

- More fully developed glossary: We seek to provide enough explanation for stakeholders to understand terms used in this report without getting too detailed.

- More community-related information: Neighbors of MPC’s major facilities told us they would like to see more information about our activities in their communities, so we have expanded the section regarding activities of local interest in this report.

Indexing: We have provided an index to enable readers to quickly find topics that interest them most.

WHO’S RESPONSIBLE FOR THE REPORT?
This report is executed exclusively by MPC personnel. It is conceptualized, written, designed and photographed by MPC personnel in its Public Affairs and Graphic Services organizations, based on input provided by organizations throughout MPC’s operations in the Midwest, Southeast and Gulf Coast. It is reviewed and enhanced by relevant MPC managers and officers, and ultimately approved by the president and chief executive officer, Gary R. Heminger.

MPC is the nation’s fourth-largest refiner, with a crude oil refining capacity of approximately 1.7 million barrels per calendar day in its seven-refinery system.*

Marathon brand gasoline is sold through approximately 5,000 independently owned retail outlets across 17 states. In addition, Speedway LLC, an MPC subsidiary, owns and operates the nation’s fourth-largest convenience store chain, with approximately 1,460 convenience stores in eight states.

* This information is current as of the Feb. 1, 2013, acquisition of our Galveston Bay refinery in Texas City, Texas, and related assets. Because this Citizenship Report focuses on calendar year 2012, the metrics and information in this report do not include the Galveston Bay acquisition; next year’s Citizenship Report will reflect its contributions in the areas of safety, environmental stewardship and the other values-driven aspects of our operations.
MANAGING FOR CONTINUAL IMPROVEMENT

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 core 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.

Because MPC’s commitment to its core values is a powerful driver of its long-term success, we have woven continual 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.
MPC in Your Community

MPC employees value their friends, co-workers, neighbors and fellow citizens. They are a powerful force for good, and they help drive the company’s community involvement.

MPC encourages its employees’ desire to help build strong communities by adding company resources to their efforts. For example, MPC will donate $500 to any qualified charitable organization for which an employee – or his or her spouse – volunteers 24 hours in a calendar year. We also match a certain percentage of employee donations to United Way during its annual fundraisers and donate millions of dollars to local, state and national organizations dedicated to education, arts, health, human services and more.

In this section, you will find a sampling of how MPC and its employees worked to strengthen our communities in 2012.
Several MPC employees and family members participated in the River Sweep in Catlettsburg, Ky., collecting more than 20 bags of garbage from the banks of the Big Sandy and Ohio rivers.

Employees from MPC’s Detroit, Mich., refinery provided instruction to more than 1,600 grade-school students at Pierre Toussaint, Mark Twain and Allendale elementary schools on Earth Day, emphasizing waste minimization, pollution prevention and other ways to make the Earth a better place.

MPC’s Catlettsburg, Ky., refinery was recognized as the northeastern Business Partner of the Year by the Kentucky Department of Fish and Wildlife Resources.

Dozens of volunteers from MPC’s Canton, Ohio, refinery participated in the 11th Annual Nimishillen Creek Cleanup. The refinery sponsors the event, and MPC volunteers helped clean 2.8 miles of creek, collecting three truckloads of garbage.

Employees at MPC’s Robinson, Ill., refinery partnered with the city of Robinson and another company to sponsor the Household Hazardous Waste Collection. Residents brought paints, batteries, fluorescent lamps, antifreeze and other items for safe, proper disposal.

Two miles of highway outside of Findlay, Ohio, remains tidy due to the efforts of MPC volunteers who remove litter every other month from spring through fall.

As part of MPC’s Oakwood Heights Property Purchase Program in Detroit, Mich., the company has contracted with Detroit GreenWorks Solutions, a non-profit agency that trains unemployed and underemployed Detroit residents in weatherization, deconstruction, landscaping and forestry. GreenWorks is providing landscaping and grounds maintenance services for the property MPC is converting to green space.
Supporting Youth

- MPC’s refinery in Texas City, Texas, donated money and expertise to its adopted school, the Dickinson Independent School District’s Barber Middle School. MPC employees participated in diversity exercises with students, donated educational books and volunteered to serve Thanksgiving lunch to students.

- At MPC’s headquarters in Findlay, Ohio, dozens of employees volunteered as pen pals with students from Lincoln Elementary School, corresponding with them throughout the school year and coming together for a picnic in the spring.

- Employees of MPC subsidiary Marathon Pipe Line LLC gave presentations to grade-school children at Georgetown Elementary in Georgetown, Ind., and North Elementary School in Marshall, Ill., to teach children the importance of calling 811 before digging. Students also received T-shirts and informational materials to take home.

- MPC employees at the company’s Detroit, Mich., refinery donated more than 4,000 items, including notebooks, paper reams, backpacks and more to the Mark Twain Elementary School as part of its School Supply Drive.

- A dozen employees at MPC’s Callettsburg, Ky., refinery, volunteered at Callettsburg Elementary School as Big Brothers and Big Sisters, serving as mentors, role models, tutors and friends.

- Volunteers from MPC’s refinery in Robinson, Ill., provided insight into the world of science and engineering to students from Casey, Palestine, Robinson, Oblong, Red Hill and Hutsonville high schools. Through the Real World II program, MPC professionals provided an overview of their jobs, projects, refinery operations and career advice, as well as a guided refinery tour.

- MPC’s refinery in Canton, Ohio, was heavily involved with its adopted school, Dueber Elementary, in 2012. In addition to its annual donation of $5,000, which went to the Student Activities Fund, MPC held drives to provide school supplies and hundreds of hats, scarves and gloves for students in need. Refinery employees also hosted the annual Science Day to teach kids how science contributes to everyday items.

- MPC’s refinery in Garyville, La., is a charter member of the Supriya Jindal Foundation for Louisiana’s Children, which donated high-tech “smart boards” to East St. John Elementary School. MPC donated $70,000 to the foundation in 2012 as part of its total $280,000 commitment through 2013.

- MPC’s refinery in Findlay, Ohio, donated almost 70 backpacks filled with new back-to-school clothing to children of women staying at domestic violence shelters in the community.

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- MPC’s refinery in Texas City, Texas, raised $150,000 for the Boy Scouts’ Annual Outdoor Experience through a banquet fundraiser. The program impacts almost 5,000 children in the community, teaching them about conservation, citizenship and outdoor activities.

- At the MPC-owned Savage Branch Wildlife Habitat near the company’s Callettsburg, Ky., refinery, employees hosted almost 900 students, ranging from pre-school to fourth grade, to teach them about wildlife in the forest ecosystem. Employees volunteered more than 700 hours to make the program a success.
SUPPORTING YOUTH

- MPC donated $1,500 for scholarships at River Parishes Community College in Sorrento, La.
- MPC employees of the company’s Detroit, Mich., refinery talked to Mark Twain Elementary School students about refinery career opportunities, discussing working conditions, education and training requirements.
- More than 2,900 local eighth-graders attended the annual two-week Career Fair sponsored by MPC’s Catlettsburg, Ky., refinery. At 19 booths, refinery volunteers provided students with an inside look at the facility’s various departments, with a focus on career opportunities and fields of study.
- Members of the MPC Detroit, Mich., refinery’s inclusion team visited students at Vutas Nueva Preschool to read them the book Chrysanthemum, which teaches an appreciation for diversity and difference.
- Employees at MPC’s Canton, Ohio, refinery provided an introductory refining class and plant tour to a dozen students from the Oil and Gas Technology Program at Zane State College.
- MPC’s refinery in Garyville, La., was the title sponsor for the Big Brothers Big Sisters of Southeast Louisiana’s Bowl for Kids Sale, the organization’s largest fundraiser of the year. The event raised more than $50,000 for the children’s charity.
- At MPC’s Columbus, Ga., light products terminal, employees hosted engineering students from Fort Valley State University, providing them information about eastern U.S. pipeline infrastructure, its functions and regulatory environment. Students also toured the tank farm, loading rack and pipeline manifold at the terminal.
- MPC’s Tampa, Fla., light products terminal supervisor spoke to classes at Tampa’s Spoto High School as part of the Great American Teach-In, a Florida educational program that schedules speakers from a variety of fields in the state’s schools.
- MPC’s Oregon, Ohio, light products terminal hosted a group of engineering students from the University of Toledo for a tour of the facility, an explanation of MPC’s operations and what some of its engineering jobs entail.
- About 45 MPC headquarters employees visited a park with students from Lincoln Elementary School in Findlay, Ohio, for an educational program about Ohio’s mammals.
- At the certified wildlife habitat at MPC’s asphalt terminal in Nashville, Tenn., donated cash and a wide variety of office supplies to The PENCIL Box, a charity that provides school supplies to Metropolitan Nashville Public Schools teachers. Three of the terminal’s employees are also volunteer tutors for students through the program.
- MPC’s refinery in Canton, Ohio, made a donation to the Washington County Boys and Girls Club, which provides after school and summer programs for children and young adults. The MPC donation will help pay the program’s weekly membership fee for those who can’t afford it.
- Employees at MPC’s Robinson, Ill., refinery participate in an Annual Book Event for first-graders at Crawford County schools, including Oblong, Palestine and Huttonville grade schools and New Hebron Christian School. The 2012 event was a reading of the book Chrysanthemum, followed by a short activity about diversity.

At the certified wildlife habitat at MPC’s asphalt terminal in Nashville, Tenn., employees provided educational activities and instruction to 30 third-graders from Nashville’s Cole Elementary and Currier Lawrence Elementary Magnet schools, in partnership with local educational non-profit Alignment Nashville. Activities included dissection of an owl pellet; learning about butterflies, nesting birds and predator birds; and about asphalt and how roads are made, among other topics.
Since 1991, Speedway has partnered with Children’s Miracle Network Hospitals (CMN), helping to fund improvements and upgrades at CMN facilities that serve communities where Speedway operates. Through donations from Speedway customers, CMN has received tens of millions of dollars. In 2012, Speedway collected a record $6.45 million, bringing the total collected since 1991 to $53 million. Just a few examples of how these donations helped:

- The Lurie Children’s Hospital in Chicago, Ill., named one of its family gathering areas the Speedway Family Kitchen. This area provides a dedicated space for families to relax while remaining close to their hospitalized children.
- The Speedway Burn Center at the Riley Hospital for Children in Indianapolis, Ind., was named to honor the Speedway fundraising that made it possible.
- At the Sparrow pediatric rehabilitation therapy center in Lansing, Mich., phase one of a renovation project was completed thanks to CMN donations from Speedway and its customers. The work included an overhaul of the facility’s gym, making it a more kid-friendly space.
- The University of Kentucky Children’s Hospital in Lexington, Ky., was able to buy a pediatric mobile intensive care unit with the assistance of donations from Speedway customers.
- The Lurie Children’s Hospital in Chicago, Ill., named one of its family gathering areas the Speedway Family Kitchen. This area provides a dedicated space for families to relax while remaining close to their hospitalized children.
- The Speedway Burn Center at the Riley Hospital for Children in Indianapolis, Ind., was named to honor the Speedway fundraising that made it possible.

In May 2012, Speedway gave a portion of proceeds from beverage sales to CMN facilities as part of its support for the charity.

PFC volunteers at its headquarters in Findlay, Ohio, organized its annual Pink Day to raise funds to fight breast cancer. The effort raised more than $4,500, which was donated to Susan G. Komen for the Cure.

Donations from Speedway and its customers helped fund the Speedway Burn Center at the Riley Hospital for Children in Indianapolis, Ind.
For their outstanding fundraising efforts and generous donations, employees at MPC’s refinery in Texas City, Texas, earned the Silver Award in the Industrial Division of the United Way Spirit of the Mainland competition.

The MPC United Way fundraising campaign in Findlay, Ohio, raised more than $1.4 million for the United Way of Hancock County, with 78 percent of employees pledging funds. The annual United Way Campaign at MPC’s headquarters is planned and executed by dozens of volunteers. Some of the activities that contributed to the total included:

- The annual Marathon Pipe Line (MPL) Golf Outing in Eagle, Ohio, raised $2,000 for the United Way of Hancock County. The more than 100 players included MPL employees, spouses, retirees and others.
- Dozens of MPC employees at its headquarters in Findlay, Ohio, volunteered to organize and participate in the annual MPC/United Way of Hancock County Golf Outing, which raised almost $137,000 in donations from more than 100 MPC suppliers.
- Employees at MPC’s headquarters in Findlay, Ohio, raised thousands of dollars for the United Way of Hancock County in 2012 through its Jeans Days. On the last Friday of every month, employees can wear jeans and sneakers to work in exchange for a donation.
- MPC’s Terminal, Transport & Rail organization raised $10,600 for the United Way of Hancock County at its annual golf tournament in Kalida, Ohio.
- MPC’s refinery in Catlettsburg, Ky., won the Manufacturer of the Year award from the Kentucky Association of Manufacturers, in recognition of its innovation and corporate citizenship. The refinery was specifically recognized for its popular annual career fair; for employees’ serving community, civic and charitable organizations; and its excellence in safety and environmental performance while contributing to the region’s ongoing prosperity.
- The United Way in St. John the Baptist Parish, La., benefits from significant participation from employees at MPC’s Garyville refinery, including chairing every major United Way event in 2012, representation on the organization’s board, raising almost $230,000 in pledges and other funds from employees, and chairing the 2012 St. John United Way Golf Tournament, which raised more than $60,000. A 30-member committee of volunteers directs MPC’s participation in the local United Way efforts.
- Employees from MPC’s refinery and Marine Transportation organization in Catlettsburg, Ky., raised more than $116,000 for the United Way of Northeastern Kentucky at the eighth annual MPC/United Way Golf Outing. Along with other fundraising efforts, MPC’s total donation amounted to more than $210,000.
- Speedway employees at its Enon, Ohio, headquarters made donations and conducted fundraisers for its annual United Way campaign, bringing in more than $205,000 for the United Way of Clark, Champaign and Madison Counties.
- MPC employees at the company’s refinery in Robinson, Ill., raised more than $218,000 for the United Way of Crawford County through a variety of fundraisers, including the Crawford County United Way Golf Tournament, which alone raised more than $73,000.
- MPC employees at its Detroit, Mich., refinery organized a total local United Way of northeastern Ohio
- MPC employees at its refinery in Enon, Ohio, used a cookout, a parking space auction and other fundraisers to collect a total of more than $33,000 for the local United Way.
- The Dave Thomas Foundation for Adoption ranked MPC fourth in the Energy and Utilities category for best adoption-friendly workplaces in 2012. MPC was also in the top 10 for the state of Ohio.
- More than 100 employees from MPC’s Garyville, La., refinery volunteered at the annual Frisco Festival at the historic San Francisco Plantation, located on the refinery property. The 2012 event saw a record number of admission tickets sold.
- Speedway employees at its headquarters in Enon, Ohio, serve in a variety of capacities in the state and local community, including the Ohio Chamber of Commerce; the Greater Springfield Chamber of Commerce; the Dayton Children’s Foundation Board of Trustees; United...
STRENGTHENING COMMUNITIES

Way of Clark, Champaign and Madison Counties Board of Trustees; the Clark State Foundation Board of Directors; and the Community Health Foundation Committee.

- MPC employees at the company’s Catlettsburg, Ky., refinery conducted six blood drives during 2012, resulting in more than 100 donations.
- When a serious vehicle accident in Canton, Ohio, resulted in a fire fueled by large amounts of spilled diesel, the fire battalion chief requested assistance from MPC firefighters at the refinery in the city. Because of their training and equipment specialized for dealing with hydrocarbon fires, the MPC firefighters were able to help local firefighters extinguish the flames in minutes.

- Among the many community organizations and events that MPC’s Catlettsburg, Ky., refinery and its employees support in the Tri-State area are the Paramount Arts Center, Huntington Symphony, Ashland Youth Ballet, Summer Motion, Poage Landing Days, Ceredo-Kenova Autumn Fest and Winter Wonderland of Lights. Employees also serve on the boards and councils of the local United Ways, King’s Daughters Medical Center Foundation, Our Lady of Bellefonte Hospital Foundation, Ashland Alliance, Hope’s Place child advocacy, Court Appointed Special Advocates, Summer Motion, the Kentucky Chamber of Commerce, West Virginia Manufacturers Association, Ashland Community & Technical College, Boy Scouts of America, Safe Harbor women’s shelter, Leadership Tri-State, Rotary Interact, and many more.

- Fourteen of MPC’s employees in Atlanta, Ga., took time out from a meeting in Charlotte, N.C., to volunteer at a local Ronald McDonald House, where they performed routine maintenance and cleaning activities at the facility, which houses families with loved ones in area hospitals.

- Employees at MPC’s Bay City, Mich., terminal offered “Good Neighbor Tank Tours” to local emergency responders and regulators, including the Genesee County Hazmat Team, the Michigan Dept. of Transportation, the U.S. EPA, the U.S. Coast Guard and the Michigan Dept. of Environmental Quality. MPC employees informed attendees about a wide range of topics related to the terminal’s environmental and safety features.

- The Marathon March for Babies and other fundraising efforts by MPC employees to benefit the Ashland, Ky., area March of Dimes exceeded its fundraising goal of $7,000. The charity’s mission is to ensure babies are born healthy.

- MPC was a major sponsor of the Women’s Conference at the Ohio University Southern Campus in Ironton, Ohio. The conference was geared toward providing information useful to women in the workplace.

- Poncho Roussel, an MPC retiree from its Garyville, La., refinery, regularly volunteers to cook meals for community organizations and events, and refinery employees join him in the effort. Together, they have helped provide luncheons at the Veterans of Foreign Wars post in Litcher, La., and the St. John the Baptist Parish sheriff’s office. The refinery’s United Way team of volunteers also tapped Roussel to provide meals that were sold as a fundraiser.

- MPC employees at its Algonquin terminal in Louisville, Ky., became participating members of Citizens of Louisville Organized & United Together (CLOUT), which brings together organizations across racial, religious and socioeconomic lines to pursue justice in their communities.

- Several MPC employees at the company’s refinery in Catlettsburg, Ky., and family members participated in the American Cancer Society’s 2012 Making Strides Against Breast Cancer fundraiser in Ashland, Ky., which raised $50,000 for the charity.

- MPC employees in Findlay, Ohio, with a knack for spelling joined forces to participate in a spelling bee to raise funds for Read for L.I.F.E., a charity that promotes adult literacy.

- March 1, 2012, was proclaimed Jim and Vicki Cantrell day in Ashland, Ky., in honor of Jim Cantrell, manager of MPC’s refinery in Catlettsburg, Ky., and his wife. The award recognizes the couple’s deep involvement in the community, including with local business, health care, arts, education, cultural and other organizations.

- Through MPC’s First Responder Grant program, grants ranging from several hundred dollars to several thousand dollars were made to fire departments, police departments and hazmat responders in North Muskegon, Mich.; Benton, Robinson and St. Elmo, Ill.; Canton, Marietta, Oregon, Steubenville and North Bend, Ohio; Louisville, Ky.; and Kenova, W.Va.

- MPC sponsored the Gus Macker 3-on-3 Basketball Tournament charity fundraiser in Ironton, Ohio, with proceeds benefiting local charities.

- In Belton, S.C., employees at MPC’s terminal hosted a training scenario and confined-space rescue drill with local responders, including fire departments from Belton, Cheddar and Rock Springs, as well as the Anderson County Emergency Responders unit and the South Carolina Dept. of Agriculture. The drill was followed by an open house attended by more than 140 responders, refined-product transport truck drivers, elected officials and terminal neighbors.
FUELING THE AMERICAN SPIRIT

STRENGTHENING COMMUNITIES

During the Christmas Tree Lighting in the Robinson, Ill., town square, employees from MPC’s refinery made ribeye sandwiches, hot dogs and jambalaya to sell from their booth. All proceeds went to the Community Revitalization & Beautification Committee.

MPC employees donated their time and know-how to students from various high schools in Hancock County, Ohio, through the Engineering Explorers program, which gives students the opportunity to participate in engineering projects and visit sites that show engineering principles in action.

MPC’s Marine Transportation organization in Catlettsburg, Ky., was named the 2012 Greenup County Business of the Year, while MPC Marine Repair Terminal Manager Jamie Alcorn was named the county’s Ambassador of the Year. Both the group and Alcorn also received citations of appreciation from the Kentucky Senate and House of Representatives, and Alcorn received an Honorable Order of Kentucky Colonels commission and a Kentucky Admiral Award.

More than a dozen bicycling enthusiasts from MPC’s headquarters in Findlay, Ohio, volunteered to pedal 76 miles through northwest Ohio to raise funds to fight against multiple sclerosis. The riders raised more than $8,000, and MPC provided jerseys and purchased a sponsorship.

MPC employees at its Canton, Ohio, refinery are active in the community outside their jobs, including with the Chamber of Commerce, the North Canton STEM (Science, Technology, Engineering and Math) Alliance, 4H, National Alliance of Mental Illness, Boy Scouts, Stark County Oil and Gas Advisory Group, and much more.

MPC’s Garyville, La., refinery was a platinum sponsor of the St. John Relay for Life, which raises funds for the American Cancer Society. Dozens of MPC employees volunteered to help the company raise additional funds for the event.

Over a three-day period, MPC’s Ft. Lauderdale, Fla., terminal offered tours of the facility and confined space entry demonstrations for all three shifts of the Broward County Fire Department.

The training focused primarily on inspecting the loading rack, tank farm, emergency response equipment, records and containment in the offload areas.

MPC’s terminal in Oregon, Ohio, hosted a fire-drill that involved the Oregon Fire Department, BP Refinery Fire Department, Toledo Refining Fire Department and local emergency response teams. In all, more than 60 firefighters were on-site for the drill.

The MPC terminal in Mt. Prospect, Ill., hosted a group of more than 40 representatives from the EPA and the U.S. Army Corps of Engineers for a day of on-site training in two types of inspections the EPA conducts at fuel terminals. The training focused primarily on inspecting the loading rack, tank farm, emergency response equipment, records and containment in the offload areas.

MPC’s refinery in Robinson, Ill., was a platinum sponsor of the Hancock County Heart Walk in Findlay, Ohio, and MPC volunteers collected and donated over 40 percent of the more than $51,000 total raised for the American Heart Association.

MPC employees at the company’s refinery in Robinson, Ill., teamed up with Leadership Crawford County to establish the First Annual Reach Out and Bowl. The event raised more than $30,000 for Teen Reach, a community group that helps area teens become caring, responsible adults prepared for leadership roles in the community.

MPC’s refinery in Texas City, Texas, contributed thousands of dollars to a variety of community organizations, including Junior Achievement, the Salvation Army, Red Cross, Boy Scouts, Big Brothers Big Sisters, the Grant Open House, Texas City Museum, SeniorShare, Communities in Schools and many more.

As part of MPC’s Oakwood Heights Property Purchase Program in Detroit, Mich., one of the hundreds of properties purchased there was ideal for firefighter training. MPC provided building access to the Detroit and Melvindale Fire Departments to practice search and rescue, fire suppression, and salvage and overhaul techniques.

During an MPC advanced leadership program in Chapel Hill, N.C., 30 program participants volunteered their time to weed and mulch a University of North Carolina community garden that provides produce for local families.
HELPING NEIGHBORS

- Volunteers at MPC’s Detroit, Mich., refinery collected more than 1,700 personal care items and more than $3,000 to donate to the Gleaners Food Bank.
- MPC employees in Findlay, Ohio, collected more than a dozen boxes of clothing from MPC donors at office locations in Findlay and elsewhere and gave the clothing to Chopin Hall and other local charities. Chopin Hall is comprised of 42 local churches that pool resources to help those in need.
- MPC volunteers in Norcross, Ga., collected donations of food and personal care items and donated them to the Norcross Cooperative Ministry, which provides emergency assistance to families in Norcross and surrounding areas in Gwinnett County.
- Dozens of MPC volunteers in Findlay, Ohio, contributed their time and effort to help build a Habitat for Humanity home. MPC and its employees have played a prominent role in building more than a dozen Habitat homes in Hancock County, Ohio, which includes Findlay.
- MPC’s refinery in Texas City, Texas, donated $3,000 to the local Salvation Army to help the charity recover from a fire. Refinery employees also volunteered to assemble desks and tables and to help restore the facility.
- After Hurricane Isaac affected Garyville, La., and surrounding areas, MPC supplied employees and contractors with perishable and non-perishable food items, chainsaws, generators, tarps, flashlights, batteries, ice and many other items to help them recover.
- MPC employees from the company’s Catlettsburg, Ky., refinery took part in the Repair Afters in Ashland, Ky., assisting homeowners who are elderly, disabled or without financial means to complete minor outside repairs and yard work.
- MPC employees worked with Volunteers of America to help landscape an area for the homeless in New Orleans, La. Volunteers removed debris, planted flower beds and trimmed and planted bushes.
- MPC volunteers walked and ran in a five-kilometer race in Bluffton, Ohio, to benefit autism research.
- MPC employees who were gathered for a regional meeting in Greenville, S.C., volunteered their time and skills to help build a Habitat for Humanity house.
- While gathered for a regional meeting in Chicago, Ill., MPC employees volunteered their time to landscape an area around the city’s Shedd Aquarium. The landscaped area is used to teach children about local plants.
- The MPC refinery in Detroit, Mich., donated $10,000 to Southwest Solutions, an organization that provides housing and retraining for Detroit area individuals and families in need.
- MPC employees in Findlay, Ohio, volunteered at the local Black Heritage Library & Multicultural Center to label, photograph, inventory and display artwork and collectibles.
- Dozens of employees from MPC’s refinery in Texas City, Texas, volunteered at SeniorShare events in 2012, helping to coordinate and execute the organization’s Celebrate America and Holiday Gala events. MPC also provided sponsorship funding for the events, which served hundreds of local senior citizens.
- As participants in the Overseas Coupon Program, Marathon Pipe Line employees in Findlay, Ohio, collect manufacturer coupons and send them to the Family Support Center at the U.S. Air Force base in Alconbury, United Kingdom, to assist soldiers’ families with everyday expenses. In 2012, employees sent coupons worth more than $11,000.
- Volunteers from MPC’s Texas City, Texas, refinery helped make the Angel Tree gift-giving program a success for area children during the holiday season by performing administrative duties as well as purchasing and distributing gifts for 60 children in need.
- In partnership with the St. John the Baptist Parish government, refinery personnel in Garyville, La., organized and held MPC Day at the Kreole Jackson Park, attracting more than 1,000 people. MPC also financed several park improvements during the year, including repairs to a fence and concession stand, new playground equipment and gazebo, and a lighted walking/jogging track.

In the wake of severe damage caused by Hurricane Isaac in St. John the Baptist Parish, La., where MPC’s Garyville refinery is located, the company donated $500,000 to the American Red Cross in Louisiana and $300,000 to the St. John the Baptist Parish Long-Term Recovery Group, comprised of faith-based, non-profit, governmental, business and other organizations and agencies. MPC also donated another $135,000 to law enforcement, schools, fire departments and other organizations in the area. Another $45,000 will be disbursed in 2013, bringing the total recovery donation to $1 million.
HELPING NEIGHBORS

- MPC employees from the company’s Canton, Ohio, refinery performed maintenance and cleanup work at St. Paul’s Senior Housing in Stark County, Ohio, as part of the United Way Days of Caring.

- MPC’s Law organization received a Public Interest Law Award for working to meet the legal needs of low-income residents of Hancock County, Ohio. Since the program began in 2008, MPC’s lawyers have provided hundreds of hours of free legal support.

- In a neighborhood adjacent to MPC’s refinery in Detroit, Mich., the company purchased a former church that still contained pews. MPC donated the pews to the Lifeline Christian Fellowship Church of God in Christ, which previously did not have pews.

- MPC employees from the company’s Detroit, Mich., refinery took part in the citywide Motor City Makeover by cleaning up an abandoned lot in the southwest Detroit area where the plant is located.

- MPC sponsored the Thanksgiving celebration at New Wine Christian Fellowship in Laplace, La., and employees attended to help serve the meals.

- Through its Adopt-a-Family Drive, volunteers at MPC’s refinery in Garyville, La., provided Christmas gifts to 16 families in the area.

- More than 40 MPC employees and their families in Nashville, Tenn., supported the Christmas 4 Kids program, joining other volunteers to take more than 400 children from the Metropolitan Nashville Public Schools on a shopping trip with Santa and his elves.

- MPC organizations throughout its headquarters in Findlay, Ohio, adopted families for Christmas, donating hundreds of gifts, clothing, household items, groceries, meals, gift cards, and even providing help with rent or utility bills as needed. Employees also volunteered and made donations to organizations that helped families during the holiday season, such as the Salvation Army.

- The Ronald McDonald House (RMH) in Huntington, W.Va., received a just-in-time donation of a van full of food and blankets from MPC employees in Catlettsburg, Ky., after the Catlettsburg Recreation Club’s Christmas With Santa event yielded a significant amount of donations. The RMH provides housing and meals for families whose children are in-patients at area hospitals.

- MPC employees and departments at its Canton, Ohio, refinery collaborated with the Christian Children’s Home of Ohio to fulfill the Christmas gift requests of 61 children as part of the organization’s annual adopt-a-child program.

- Marathon Pipe Line held a competition at MPC’s headquarters in Findlay, Ohio, in which competitors constructed sculptures made with non-perishable food and houseware items. The items were then donated to local families through the Salvation Army and to the Findlay City Mission.

- As MPC expanded the capacity of its Owensboro-to-Catlettsburg pipeline, a 27-mile segment running east from Lexington, Ky., construction was required on rights of way through many private properties. MPC participated in approximately 2,500 face-to-face meetings with property owners to help address their concerns, and offered some residents living near construction the option of staying in local hotels at company expense if noise became a concern. MPC also maintained constant dialogue with farm managers at horse farms in Fayette and Clark counties to avoid disturbing the animals.
HEALTH & SAFETY

We are uncompromising in our approach to health and safety, and devote enormous resources toward our vision: that every day is accident-free, and every employee and contractor at our facilities goes home injury-free. Health and safety are therefore built into our daily work, whether it’s in office buildings, at refineries and terminals, on marine vessels, or in vehicles.

Health and safety are important to our success as a company; if our employees and contractors are not safe, then other measures of success lose their meaning. We track the metrics reported in this section as a matter of accountability to our workers and to the communities in which we live. We want you to know how we’re doing.

We continually work toward improving our performance in injuries, process safety and other measures by making sure our processes and procedures consider safety above all else, and that our employees and contractors are provided with the training and information they need to be as safe and healthy as possible at all times.
METRICS

**MPC SAFETY PERFORMANCE INDEX (MSPI)**

The MSPI is a new safety metric adopted by MPC. It is similar to the ORIR and DAR metrics reported in this section, but is weighted for severity. 2012 was the first year that the MSPI was used as one of the criteria to determine a portion of employee compensation. MPC employees and contractors achieved an MSPI of 0.38 in 2012, which – like MPC’s ORIR and DAR numbers in 2012 – is excellent and shows good progress toward our vision of no injuries and no accidents. Future Citizenship Reports will present the metric to track its year-by-year trending.

**EXCEEDING REGULATORY SAFETY REQUIREMENTS:**

MPC’s Texas City, Texas, refinery was certified as a Voluntary Protection Program (VPP) Star Site by the Occupational Safety and Health Administration. VPP Star Sites voluntarily adhere to a rigorous program that exceeds basic regulatory safety requirements. MPC now has five VPP Star Sites; the Texas City plant joins MPC refineries in Garyville, La.; Robinson, Ill.; and Detroit, Mich., as well as our headquarters office complex in Findlay, Ohio.

**SAFETY ACCREDITATION:**

MPC’s refinery in Robinson, Ill., was reaccredited by the Cambridge Center for Behavioral Studies for its Behavior-Based Safety (BBS) program. BBS is a powerful tool to maintain safe workplaces. MPC’s Detroit, Mich., refinery is also accredited and up for reaccreditation in 2014.

**TARGETING ZERO:**

With millions of customers passing through its stores every day, Speedway faces unique safety challenges. Through its “Target Zero – No One Gets Hurt Today” campaign, Speedway achieved the organization’s sixth consecutive year of record-setting safety performance, with an ORIR of 2.71. The most important factor behind the number, however, is that the reduction in injuries means more Speedway associates returned home to their families at the end of each shift just as safe as when they started.

**HEALTH & SAFETY**

**For more information about any of the terms on this page, please see the Glossary on page 48.**
BEHIND THE NUMBERS

SAFETY 1: MPC’s comprehensive Safety 1 program seeks to foster a culture of safety not just through awareness and education, but by changing behaviors. After an extremely successful 2011 rollout in various MPC organizations, MPC’s headquarters office complex implemented the program in 2012. More than 1,800 employees and contractors attended Safety 1 classes, which include critical thinking, adapting to scenarios and role playing.

MAJOR PROJECT SAFETY: After approximately 9.6 million man-hours and more than four years of heavy construction, MPC’s Detroit Heavy Oil Upgrade Project (DHOUP) in Detroit, Mich., recorded seven OSHA recordable injuries and zero lost-time incidents. In the construction industry, an OSHA recordable injury rate of 3.9 is average. DHOUP’s rate was 0.15.

RAIL TRANSPORTATION SAFETY AWARD: In 2012, MPC won the Association of American Railroads 2011 Non-Accident Release Grand Slam award. The recognition goes to companies that complete an entire calendar year without a non-accident release, while also receiving safety awards from at least four Class 1 railroads – the largest railroads in North America. A non-accident release is the unintentional release of a hazardous material that is not caused by a derailment, collision or other rail-related accident.

TONS OF HEALTH: MPC held a companywide “Biggest Winner” wellness challenge to encourage healthy weights among employees, resulting in a combined 9,500 pounds of weight lost by 927 participants, an average of more than 10 pounds per person. Although the eight-week program resulted in almost five tons of weight loss, the primary benefit is healthier long-term lifestyle choices for employees.

SAFE DRIVER AWARD: MPC Transport Driver Freddie Spivey won the National Private Truck Council’s National Driver All-Star Award for excellent performance in customer service, safety, compliance with company standards, regulatory compliance and community service. Spivey was one of only 24 drivers nationwide to receive the award.

SHIPPING SAFETY AWARD: MPC’s Marine Transportation organization earned the company 13 Jones F. Devlin Awards from the Chamber of Shipping of America. To qualify for the award, a vessel must have operated for at least two years without any crew member involved in a lost-time injury.

SPREADING THE WORD: MPC subsidiary Marathon Pipe Line LLC dedicated a refined-products storage tank at its Findlay, Ohio, station as its “811 Tank,” carrying the safety message to “Know what’s below. Call 811 before you dig.” The tank is located next to I-75, where an average of 50,000 vehicles per day will pass it.

Health & Safety

Attending MPC’s Safety 1 classes was a requirement at its headquarters in Findlay, Ohio, in 2012.

MPC Transport Driver Freddie Spivey won the National Private Truck Council’s National Driver All-Star Award.

MPC Citizenship Report 2012 | 31
MPC EMPLOYEES SAVING LIVES: It is a testament to the character of MPC employees that in the course of doing their jobs, they have had the instinct, quick thinking, and courage to save someone’s life. During 2012, this happened four times:

► In August, Speedway Co-managers Beth Zimmer and Mat Schultz noticed a teen in their store was choking. Both employees attempted the Heimlich maneuver to dislodge what was blocking his windpipe, and finally succeeded after several attempts.

► MPC Product Control Shift Foreman Joe Baity was on the job at the Detroit, Mich., refinery when he saw a house fire in an adjacent neighborhood. He called the fire department, ran to the home, alerted the residents, called MPC’s firefighters to respond to the fire, and carried an elderly resident from the house to safety.

► In June, Speedway Customer Service Representative Tabitha Lassen’s shift was interrupted when she was told a customer in the store was having a seizure. She discovered that the customer needed cardiopulmonary resuscitation (CPR), and having been previously certified in CPR, she performed the technique until paramedics arrived 15 minutes later.

► The crew of the MPC towboat M/V Louisville received a distress call regarding three people in a small fishing boat in danger of being run over by a fleet of barges. The M/V Louisville’s captain maneuvered his vessel between the smaller craft and the barges, rescued the three passengers, and towed the fishing boat to safety. The Department of Homeland Security later awarded the crew a Certificate of Merit, and MPC recognized them with our Riverman Award for heroic action.

LIGHTNING-QUICK PIPE LINERS: Eleven Marathon Pipe Line LLC employees were installing new pumps on a line near Meeteetse, Wyo., when lightning struck a hillside near their worksite and started a fire. The employees prevented a larger forest fire by using shovels, rakes and fire extinguishers to contain the fire until Meeteetse and Forest Service firefighters arrived to douse remaining hot spots.

LONG-TERM PERFORMANCE: Marathon Pipe Line LLC’s six-man Lebanon Junction construction and maintenance crew achieved 1,000 days without an OSHA recordable incident. The period included more than 200 rehabilitation digs, various station projects, and more than 500,000 miles driven without a motor vehicle accident.

A newly painted MPC product tank advises calling 811 before digging.
ENVIRONMENTAL STEWARDSHIP

Our employees and our neighbors value clean air, land and water because we all share the same world. Just as important, we hold these resources in trust for our children and all generations to come. As we conduct the important business of meeting consumers’ energy needs, we continually improve on our ability to protect the environment.

The metrics we report in this section represent pollutants and other emissions, waste generation, energy use and other measures. We have in place multiple systems and processes to minimize these impacts on the environment. Primarily because of larger throughput volumes, increased production, and higher activity levels, some of our metrics increased in 2012.

MPC’s certified wildlife habitat in Robinson, IL.
BEHIND THE NUMBERS

EPA RECOGNITION: Four MPC refineries earned the EPA’s ENERGY STAR designation for superior energy efficiency in 2012. The facilities included our refineries in Canton, Ohio; Detroit, Mich.; Garyville, La.; and Texas City, Texas. MPC has earned 25 of the 31 ENERGY STAR recognitions the EPA has awarded to refineries.

ACC RECOGNITION: In addition to the EPA recognitions, MPC was honored by the American Chemistry Council’s Responsible Care® Energy Efficiency awards. Our refineries in Robinson, Ill.; Garyville, La.; Detroit, Mich.; and Canton, Ohio were each recognized for projects that resulted in substantial environmental improvements, including reductions in GHG emissions.

CONSENT DEGREE AGREEMENT: MPC reached agreement on a consent decree with the EPA to reduce emissions at 22 flares at our refineries. The agreement came after more than three years of discussions with the EPA and tens of millions of dollars of investment by MPC to increase flare combustion efficiency. The result is emissions reductions of 4,720 tons per year, with another 530 tons per year reduction over the next five years.

NEW WILDLIFE HABITAT: More than eight acres of grassland at Marathon Pipe Line’s station in Heath, Ohio, was transformed by employee volunteers, local Boy Scout Troop 9 and a Wildlife Habitat Council (WHC) biologist to provide food, shelter, water and space for native wildlife. Participants planted more than 150 native trees and bushes, while Boy Scouts built and placed bluebird and bat houses, mallard boxes and hawk perches. Employees are working toward WHC certification.

MPC CERTIFIED WILDLIFE HABITATS

MPC maintains 18 habitat sites certified by the Wildlife Habitat Council (WHC). These sites are certified as either Wildlife at Work or Corporate Lands for Learning sites, and in some cases both. The WHC’s 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.
ENVIRONMENTAL STEWARDSHIP

WILDLIFE HABITATS

- HABITAT SITE: Garyville, La.
  - Ordinary property
  - Acres managed for wildlife: 450
  - Wildlife at Work certified since 2001.

- HABITAT SITE: Savage Branch Wildlife Reserve, Catlettsburg, Ky.
  - Acres managed for wildlife: 360

- HABITAT SITE: 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 2010. MPC also makes the property available to students and local citizens for various learning and activity opportunities.

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

- HABITAT SITE: 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.

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

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

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

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

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

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

- HABITAT SITE: North Bend Asphalt Terminal, North Bend, Ohio
  - Acres managed for wildlife: 1
  - Wildlife at Work certified since 2012.

- HABITAT SITE: Findlay Office Complex, Findlay, Ohio
  - Acres managed for wildlife: <1
  - Wildlife at Work certified since 2006.

  - Acres managed for wildlife: 1
  - Wildlife at Work certified since 2011.
Because one of MPC’s greatest strengths is its employees, we are committed to providing a work environment that nurtures – and rewards – the innovation and dedication they bring to their jobs every day. In addition to providing competitive pay and benefits, we strive for a workplace characterized by a deep appreciation for diversity and inclusion. Toward our goal of creating an environment where all employees can maximize their talents and contributions, we actively seek to recruit the best candidates from diverse backgrounds to ensure that we continue to reap the benefits of inclusion.

Our definition of diversity extends beyond the surface. 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.

Every two years, MPC commissions an anonymous, company-wide survey of employees by a third party to explore employee engagement and the perception of our health, environment, safety and security situation at MPC. The employee engagement portion of the 2012 survey included 47 questions covering 10 topic areas. The health, environment, safety and security portion included 42 questions covering six topic areas. Employee participation in the survey was a record 92 percent.

We present a few of the most important metrics in this survey below. To understand these results, please note that a score of 80 percent or higher is considered a strength, while below 65 percent is considered an opportunity for improvement. Only one issue yielded positive responses below 65 percent.

**EMPLOYEE ENGAGEMENT**

<table>
<thead>
<tr>
<th>EMPLOYEE SENTIMENT</th>
<th>PERCENTAGE POSITIVE RESPONSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>I would recommend the company as a place to work.</td>
<td>92</td>
</tr>
<tr>
<td>I feel proud to work for the company.</td>
<td>91</td>
</tr>
<tr>
<td>If I have a concern about unethical behavior, I know where to go to report it.</td>
<td>96</td>
</tr>
<tr>
<td>I have good relationships with my co-workers.</td>
<td>94</td>
</tr>
<tr>
<td>The company takes a genuine interest in the welfare of communities in which it does business.</td>
<td>93</td>
</tr>
</tbody>
</table>

**SAFETY AND ENVIRONMENT**

<table>
<thead>
<tr>
<th>EMPLOYEE SENTIMENT</th>
<th>PERCENTAGE POSITIVE RESPONSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>MPC promotes a culture of safety.</td>
<td>97</td>
</tr>
<tr>
<td>MPC promotes a culture of environmental stewardship.</td>
<td>96</td>
</tr>
<tr>
<td>If a co-worker saw me doing something at-risk, I would want him/her to say something to me.</td>
<td>98</td>
</tr>
<tr>
<td>When I see a co-worker working at-risk, I caution him/her.</td>
<td>95</td>
</tr>
<tr>
<td>I never feel pressure from my co-workers to “shortcut” environmental standards or practices.</td>
<td>93</td>
</tr>
<tr>
<td>My supervisor would support me stopping a job for safety reasons.</td>
<td>93</td>
</tr>
<tr>
<td>My supervisor clearly sets the expectation that employees must follow all safety and environmental rules and procedures.</td>
<td>93</td>
</tr>
<tr>
<td>I am encouraged to report potential environmental violations.</td>
<td>95</td>
</tr>
</tbody>
</table>

**AREA FOR IMPROVEMENT**

Only one area prompted less than 65 percent positive responses from employees, meaning it is MPC’s most significant opportunity for improvement: Employees are concerned that the promotion process does not necessarily select employees with the ability and motivation to work safely.

**HOW DO WE COMPARE?**

Relative to MPC’s comparator groups – companies that are comparable to MPC in terms of the type and scale of our business – we performed very well. Below are the five categories in which we exceeded our comparator groups by the largest margins:

<table>
<thead>
<tr>
<th>EMPLOYEE SENTIMENT</th>
<th>PERCENTAGE MORE POSITIVE RESPONSES THAN COMPARATOR GROUPS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Believe that management is more concerned about keeping people safe than with keeping the injury statistics low.</td>
<td>29 percent higher</td>
</tr>
<tr>
<td>You would want a co-worker to say something to you if he/she saw you doing something at-risk.</td>
<td>27 percent higher</td>
</tr>
<tr>
<td>Believe that employees rarely “shortcut” safe work practices.</td>
<td>27 percent higher</td>
</tr>
<tr>
<td>Feel that your supervisor does not put production ahead of safety.</td>
<td>26 percent higher</td>
</tr>
<tr>
<td>Feel that your supervisor sets a good example for safety through his/her own safe behaviors.</td>
<td>25 percent higher</td>
</tr>
</tbody>
</table>
MPC adheres to a corporate governance framework that promotes accountability and provides transparency to investors, employees and our neighbors. Our board of directors is guided by our Corporate Governance Principles, which we post on our website and send to anyone who is interested. Likewise, MPC employees and officers are required to adhere to the company’s Code of Business Conduct, which is the subject of regular training and certification.

MPC’s Business Integrity and Compliance office implements the Code of Business Conduct through various programs, as well as administering an Integrity Helpline. This gives employees, business partners and others an anonymous means of reporting suspected violations of the Code.

INDEPENDENT BOARD MEMBERS

<table>
<thead>
<tr>
<th>Year</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>2011</td>
<td>90 percent</td>
</tr>
<tr>
<td>2012</td>
<td>90 percent</td>
</tr>
</tbody>
</table>

Discussion: Nine of MPC’s 10 directors are independent, as defined by our Corporate Governance Principles.

Discussion: We are encouraged by the increasing levels of communication with our Business Compliance and Integrity organization. Continued communication and training have enhanced awareness among employees about business integrity issues. 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 trends 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.

MPC has generated significant economic value for shareholders, employees, governments, and the communities where we do business. To shareholders, we returned more than $1.75 billion from January 2012 to February 2013 through dividends and share repurchases. Among the S&P 500, MPC was the seventh highest-returning stock in 2012.

In this section you will find metrics that show the amount of money MPC injects into the economy in various ways.
**ECONOMIC IMPACT**

**Targeted Procurement Spending**

<table>
<thead>
<tr>
<th>Category</th>
<th>Dollars</th>
</tr>
</thead>
<tbody>
<tr>
<td>Local</td>
<td>$372</td>
</tr>
<tr>
<td>State</td>
<td>$258</td>
</tr>
<tr>
<td>Federal</td>
<td>$329</td>
</tr>
<tr>
<td>Total</td>
<td>$959</td>
</tr>
</tbody>
</table>

**Income Tax Expenses**

<table>
<thead>
<tr>
<th>Year</th>
<th>Dollars</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>$1,330</td>
</tr>
<tr>
<td>2011</td>
<td>$1,845</td>
</tr>
<tr>
<td>2010</td>
<td>$2,000</td>
</tr>
<tr>
<td>2009</td>
<td>$2,500</td>
</tr>
<tr>
<td>2008</td>
<td>$3,000</td>
</tr>
</tbody>
</table>

**Consumer Excise Taxes Remitted**

<table>
<thead>
<tr>
<th>Year</th>
<th>Dollars</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012</td>
<td>$5.2 billion</td>
</tr>
<tr>
<td>2011</td>
<td>$5.1 billion</td>
</tr>
</tbody>
</table>

**COMPANY OWNERSHIP**

MPC is owned by thousands of 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.

**ADVOCACY**

**MPC is in a heavily regulated industry, and we therefore work with lawmakers and regulators at the federal, state and local levels to keep them apprised of the impact of existing or proposed laws and regulations on our ability to most effectively meet the needs of our customers and other stakeholders.**

This sometimes involves taking positions on proposed laws or regulations. This section highlights some of our positions.

**The issue: Proposed repeal of the LIFO Accounting Inventory Method**

**Background:**

- **Last-In, First-Out (LIFO) is an accounting method that has been a recognized means of valuing inventory under the U.S. tax code since 1938. Under LIFO, the most recent inventory purchased is deemed to be used first. In times of rising prices, the LIFO accounting method results in better matching of costs and revenues, because cost of goods sold are valued at the current cost of replacing that inventory.**

- **MPC has consistently used the LIFO accounting method for decades to present our financial results and calculate our taxes. LIFO repeal was included in the president’s budget proposal and was discussed to a limited extent by various members of Congress and their staffs during 2012, but no legislation was enacted.**

**MPC’s position:** **We oppose repeal of the LIFO accounting method.**

**Why we took this position:** LIFO repeal could result in a multibillion dollar tax penalty on industry. The proposal would require us to recalculate our inventory values and the resulting tax liability using a different accounting method, and then pay tax on the difference. This would be a retroactive imposition of a new tax liability that could reduce MPC’s — and industry’s — ability to grow, provide jobs and share economic value with our investors and communities.

**The issue: Proposed repeal of Section 199 Manufacturing Tax Deduction**

**Background:**

- **The Section 199 deduction was enacted to help U.S. taxpayers create and maintain well-paying manufacturing jobs in the U.S. Section 199 provides companies with a 9 percent deduction of qualifying net income from domestic manufacturing and production activities. The oil and gas industry, however, does not benefit from the same deduction level as all other companies; it was capped at 6 percent by the Troubled Asset Relief Program in 2008.**

- **Industry opponents call Section 199 a “subsidy,” and maintain that the oil and gas industry does not deserve it, despite providing goods that are critical to the nation’s well-being and despite being one of the few industries showing robust job growth. During 2012, the idea of repealing Section 199, as it applied either to the entire oil and gas industry, or to a select group of companies within the industry, was a feature of various conversations within Congress in the context of attempting to modify the tax code; however, no tangible legislative threats to the deduction materialized in 2012.**

**MPC’s position:** **We oppose repeal of the Section 199 tax deduction.**

**Why we took this position:** As a manufacturer, MPC is a prime example of a company with the high-paying, skilled jobs that Section 199 was designed to create and maintain. Tax increases could reduce profitability, which in turn could reduce the amount MPC can share with its investors and with the communities where we operate, limiting our ability to grow and maintain jobs.

**The issue: The Renewable Fuel Standard (RFS)**

**Background:**

- **In 2007, Congress passed the Energy Independence and Security Act (EISA ’07), which required increases in the volume of biofuels that refiners and others (called “obligated parties”) must blend into the nation’s fuel supply. This mandate organizes biofuels into four separate categories based on their greenhouse...**
gas emissions. It also requires obligated parties to use renewable identification numbers (RINs) to demonstrate compliance with the standard. RINs are generated when biofuels are blended with gasoline and diesel transportation fuels, and can be used to demonstrate compliance with the mandate or traded independently.

Congress based EISA ’07 volumetric requirements on projected growing demand for transportation fuels. However, the government’s fuel demand estimates did not accurately predict the significant decrease in demand which resulted from reduced economic growth and increased Corporate Average Fuel Efficiency standards. It’s also worth noting that ethanol is less fuel-efficient than petroleum transportation fuels. This means the mandated increase in fuel efficiency conflicts with the mandate to blend more of the less-efficient biofuel. The unintended consequence of the biofuels mandate is that the refining industry is burdened with an inflexible requirement to add more and more corn ethanol to a gasoline pool which has been steadily in decline. Soon the volumes of biofuel mandated under EISA ’07 will exceed the 10 percent per gallon of ethanol that can be safely absorbed by the vehicle fleet in the U.S. This blending limit is called the “E10 blendwall,” which may be breached near year-end 2013 if no regulatory or legislative changes are made. RIN prices have already increased in response to the approaching E10 blendwall.

Additionally, three of the four types of biofuels (corn ethanol, biodiesel, and sugar cane ethanol) are commercially available, while one of them (cellulosic ethanol) is still not available in commercial quantities. Nonetheless, the EPA, which is responsible for enforcing the law, continues to require obligated parties to blend volumes of cellulosic ethanol that do not exist. Obligated parties – including MPC – face onerous fines to blend non-existent cellulosic biofuels, which will be forced to pay a “toll” which adds unnecessary costs to each gallon of gasoline.

Why we took this position: The EPA did not provide any scientific justification for reducing the sulfur content of gasoline for this proposed rulemaking. The industry has recently reduced sulfur from 30 parts per million (ppm) to 10 ppm and could find no scientific justification for expending another approximately $10 billion to reduce sulfur to the 10 ppm the EPA planned to propose. The EPA has formally proposed a 90 percent sulfur reduction in gasoline and a series of additional changes that will impact vehicles’ testing specifications.

MPC’s position: We oppose reduction of the sulfur limit in gasoline to 10 ppm.

Why we took this position: The EPA did not provide any scientific justification for reducing the sulfur limit to 10 ppm, and it failed to make a public cost/benefit analysis. At the same time, a study commissioned by the American Petroleum Institute found that the sulfur limit reduction could increase the per-gallon cost of gasoline production by 6 to 9 cents. A separate study by an environmental consulting firm showed that the reduction in ozone pollution resulting from the sulfur reduction would be minimal – below the ability of monitors to measure.

MPC’s position: We support approval of the Keystone XL pipeline.

Why we took this position: Additional crude oil supplies from Canada – a stable, friendly neighbor that is U.S.’s largest trading partner – enhances our nation’s energy security. Also, pipelines are by far the safest method of transporting crude oil, and the safety of modern pipelines is better than ever. Keystone XL’s performance will be regulated by the federal Pipelines and Hazardous Materials Safety Administration, which requires rigorous safety protocols.

Background: The Keystone XL pipeline will be constructed to transport approximately 800,000 bpd of crude oil across the U.S. It will start in Canada and wind its way across the northern U.S. to the oil trading hub of Cushing, Okla., and then on to the U.S. coast of the Gulf of Mexico, where the majority of U.S. refining assets are located.

Construction of the pipeline is critical. Before Keystone XL can be built, the U.S. State Department must approve the project because it crosses the U.S. border with Canada. The State Department’s Final Environmental Impact Statement, published in August 2011, concluded there would be no significant negative impact from the project. However, a few months later, the State Department announced that it would delay its decision on the pipeline.

Congress eventually agreed on a provision requiring the president to make a decision in 2012. In January 2012, President Obama announced that he was accepting a recommendation by the State Department to reject the permit because the Department could not complete environmental reviews by the deadline set by Congress.

The pipeline project is expected to directly create more than 20,000 high-wage manufacturing and construction jobs across the U.S., stimulating significant additional economic activity.

MPC’s position: We advocate for repeal of the RFS.

Why we took this position: The RFS provisions in EISA ’07 are simply unworkable. In order to satisfy the mandates of the Clean Air Act, the EPA requires MPC – and other obligated parties – to force more corn ethanol biofuel into gasoline transportation fuel than the vehicle fleet can safely absorb, and to blend cellulosic biofuels that don’t exist. And we face significant fines if we do not comply with these requirements. The E10 blendwall is fast approaching, and the potential impact on the U.S. economy could be severe. If the E10 blendwall is not addressed, obligated parties could be faced with unattractive choices: either blend more than 10 percent ethanol into gasoline (which millions of vehicles and small engines today cannot safely use), or reduce the amount of gasoline sold in the U.S. (yet we could raise gasoline prices, according to a recent study by NERA Economic Consulting).

And, in the absence of a decision by the EPA to stop requiring us to blend nonexistent cellulosic biofuels, we will be forced to pay a “toll” which adds unnecessary costs to each gallon of gasoline
**GLOSSARY**

**bbl:** Barrel (42 U.S. gallons)

**bpcd:** Barrels per calendar day. This is an average of how much feedstock a plant processes over a period of time, divided by the number of days in that period.

**bpd:** Barrels per day

**Btu:** British thermal unit. A measure of heat energy often used to quantify the energy in different types of fuel. For example, gasoline has 124,300 Btus per gallon, and ethanol has 84,500 Btus per gallon.

**CO₂e:** Carbon dioxide equivalent. Because various greenhouse gases have heat-trapping effects that are stronger or weaker than carbon dioxide (CO₂), they are often expressed as the equivalent amount of CO₂ to provide a consistent measure.

**DAR:** Days Away Rate. An OSHA term representing the number of full days of work missed by employees due to injuries, per 200,000 work hours.

**DEI:** Designated Environmental Incident. A metric adopted by MPC to capture several categories simultaneously. It includes releases to the environment (including to air, land, or water), permit exceedances and agency enforcement actions. MPC ranks DEIs in terms of their severity, with Tier 4 being the most severe, and Tier 1 being the least. Below are partial descriptions of the DEI Tiers:

- **Tier 4**
  - Release of oil or other hazardous material onto the land greater than or equal to 1,000 bbl.
  - Release of oil or other hazardous material to a regulated water body greater than or equal to 100 bbl.
  - Reportable release to air of a hazardous material greater than or equal to 100 times the reportable quantity

- **Tier 3**
  - Release of oil or other hazardous material onto the land greater than or equal to 100 bbl. but less than 1,000 bbl.
  - Release of oil or other hazardous material to a regulated water body greater than or equal to 10 bbl. but less than 100 bbl.
  - Reportable release to air of a hazardous material greater than or equal to an established reportable quantity but less than 100 times the reportable quantity

- **Tier 2**
  - Release of oil or other hazardous material onto the land greater than or equal to 10 bbl. but less than 100 bbl.
  - Safety system failure or bypass
  - Release of oil or other hazardous material into a regulated water body greater than or equal to 1 bbl. but less than 10 bbl.
  - Release of oil or other hazardous material into air or water greater than or equal to 80 percent of a reportable quantity but less than an established reportable quantity

- **Tier 1**
  - Release of oil or other hazardous material into air or water greater than or equal to 10 bbl. (if less than 1 bbl., release must also be reportable)

**DHOUP:** MPC’s Detroit Heavy Oil Upgrade Project. A $2.2 billion project begun in January 2008 and completed in November 2012. It increased the MPC Detroit refinery’s heavy oil processing capacity to 100,000 bpd.

**Dividend:** A per-share quarterly payment to owners of MPC common stock.

**ENERGY STAR:** An EPA program recognizing energy efficiency. To achieve this status, applicants must perform in the top quartile for energy efficiency and have no unresolved environmental compliance actions from state or federal regulators.

**EPA:** The U.S. federal government’s Environmental Protection Agency.

**GHG:** Greenhouse gases, so named because of their heat-trapping properties. They include carbon dioxide, methane, nitrous oxide and other substances.

**HESSS:** MPC’s Health, Environment, Safety & Security organization, which is tasked with planning, executing, monitoring and continually improving the company’s performance in these critical areas.

**MPC:** Marathon Petroleum Corporation

**MSPI:** Marathon Safety Performance Index. A safety indicator similar to the ORIR and the DAR (which are also defined in this glossary), but weighted for severity.

**M/V:** Motor vessel. This abbreviation typically precedes the formal name of a marine vessel.

**MWBE:** Minority- or Woman-owned Business Enterprise. This refers to organizations certified by a specialized agency as majority-owned by women or minorities. Certifying agencies we work with include the National Minority Supplier Development Council and the U.S. Small Business Administration.

**OSHA:** The U.S. federal government’s Occupational Safety and Health Administration.

**ORIR:** OSHA Recordable Incident Rate. An OSHA term representing the number of injuries that must be reported to OSHA, per 200,000 work hours.

**PSE:** Process safety event. These are unplanned or uncontrolled releases of a material from one of MPC’s processes. Tier 1 PSEs, which we report in this publication, are the most serious PSEs. Below are detailed descriptions of the PSE Tiers:

- **Tier 1**
  - Loss of Primary Containment (LOPC) of a liquid or gas
  - Fatality, lost-time injury, or community evacuation
  - Fires exceeding $25,000 in damages

- **Tier 2**
  - LOPC of a liquid or gas
  - Results in recordable injury
  - Fires exceeding $2,500 in damages

- **Tier 3**
  - Operating outside of system parameters
  - Safety system failure or bypass, “not-to-exceed” alarm level exceeded
  - All other fires resulting from LOPC

- **Tier 4**
  - Overdue recommendations and mechanical inspections
  - Management of change not well executed

**PSM:** Process Safety Management. A series of OSHA regulatory guidelines for facilities that handle certain potentially hazardous substances. Among other objectives, the guidelines are geared toward avoiding PSEs.

**Responsible Care®:** A program of the American Chemistry Council designed to continually improve performance in the areas of health, safety, environmental protection and more. Companies that choose to participate in Responsible Care undergo audits of their headquarters and facilities to ensure they have a structure and system in place to measure, manage and verify performance.

**Tonne:** Metric ton. While a ton is 2,000 pounds, a tonne (or metric ton) is 2,205 pounds.

**TRI:** Toxic Release Inventory. This includes releases of toxic materials to air, water, and land, as well as off-site disposal. The TRI is required to report to the EPA also includes materials we send off-site for recycling, energy recovery and other forms of further treatment; however, we do not report these latter metrics in this publication.

**These metrics are considered to be core performance commitments at MPC. As such, a portion of employee compensation is based on whether the company successfully meets performance goals related to these metrics.**
**LOCATION INDEX**

Where to find reference to places that are important to you, listed by state and community:

- **Florida**
  - Ft. Lauderdale: 20
  - Tampa: 9, 13

- **Georgia**
  - Atlanta: 18
  - Columbus: 13
  - Norcross: 22

- **Illinois**
  - Benton: 19
  - Chicago: 14, 23
  - Hinsdale: 6, 11, 13, 39
  - Marshall: 10
  - Martinsville: 38
  - Mt. Prospect: 21
  - Palatine: 11, 13, 38
  - Robinson: 8, 11, 13, 17, 19, 20, 21, 22, 29, 34, 36, 38
  - St. Elmo: 9, 19, 39
  - Wood River: 33

- **Indiana**
  - Georgetown: 10
  - Huntington: 39
  - Indianapolis: 9, 14, 15
  - Mt. Vernon: 39
  - Muncie: 6
  - Speedway: 7

- **Kentucky**
  - Ashland: 18, 19, 22
  - Big Spring: 38
  - Catlettsburg: 8, 10, 11, 12, 16, 17, 18, 19, 20, 22, 24, 38

- **Louisiana**
  - Garyville: 8, 11, 12, 15, 16, 17, 19, 20, 22, 23, 24, 26, 29, 36, 37, 38, 39
  - Laplace: 24
  - Lutcher: 19
  - New Orleans: 22
  - Sorrento: 12
  - St. John the Baptist Parish: 8, 11, 16, 19, 23

- **Michigan**
  - Bay City: 18
  - Detroit: 8, 9, 10, 12, 16, 17, 21, 22, 23, 24, 29, 30, 32, 36, 44
  - Lansing: 14
  - North Muskegon: 19, 39

- **North Carolina**
  - Belton: 19
  - Cheddar: 19
  - Guilford: 23
  - Rock Springs: 19

- **South Carolina**
  - Belton: 19
  - Cheddar: 19
  - Greenville: 23
  - Rock Springs: 19

- **Texas**
  - Texas City: 10, 16, 21, 22, 23, 29, 36

- **West Virginia**
  - Huntington: 24
  - Kenova: 19

- **Wisconsin**
  - Milwaukee: 10

- **Wyoming**
  - Meeteetse: 33

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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 risk, 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, 2012, 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.
MPC is the nation’s fourth-largest refiner, with a crude oil capacity of approximately 1.7 million barrels per calendar day in its seven-refinery system. Marathon brand gasoline is sold through more than 5,000 independently owned retail outlets across 17 states. Speedway LLC, an MPC subsidiary, owns and operates the nation’s fourth-largest convenience store chain, with approximately 1,460 convenience stores in eight 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.