

GOVERNANCE AND INTEGRITY



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.

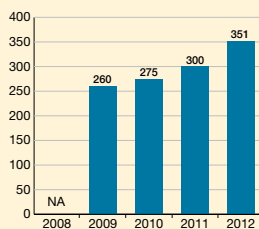
MPC's Business Integrity and Compliance office implements the Code of Business Conduct through various programs, as well as administering an Integrity Helpline. This gives employees, business partners and others an anonymous means of reporting suspected violations of the Code.

INDEPENDENT BOARD MEMBERS

2011: 90 percent
2012: 90 percent

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

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, numbers for 2011 and earlier 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/corporate segment (which remained Marathon Oil Corporation).

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.

Thomas J. Usher, chairman of MPC's board of directors, addresses MPC shareholders at the company's annual meeting in Findlay, Ohio.

