



**Marathon
Oil Company**

US Upstream Operations

5555 San Felipe Road
Houston, TX 77056-2723
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To: Marathon Contractors

Re: Fire Resistant Clothing Requirements

First, we would like to thank you and each of your employees for helping Marathon achieve record setting HES performance in 2009. Across our US Upstream operations, we attribute this success to the quality of our contractors, an open reporting culture, and strong safety leadership principles. Safety is a value at Marathon.

Second, on March 19, 2010 OSHA published an enforcement policy for Flame-Resistant Clothing in Oil and Gas Drilling, Well Servicing, and Production-Related Operations. OSHA has concluded that employers are required to provide and ensure the use of FRC during certain drilling, well servicing, and production operations. It is our understanding that OSHA has started issuing Notices of Violation in these operations for not wearing FRC. We encourage you to review this clarified interpretation to remain compliant.

Effective September 1, 2010, Marathon will require that all Safety Sensitive Contractors utilize FRC while on a Marathon location, regardless of the task or potential for exposure. FRC will be considered part of the basic PPE requirement, just like safety glasses, side shields, steel toed boots and hard hats. Marathon's minimum requirement is that the outermost layer of clothing meets the characteristics for protective clothing in Hazard/Risk Category 1 (HRC1) which means that the clothing must be flame resistant and cover the arms, legs, and trunk. Please note that specific tasks and specific roles (Electricians, e.g.) will require a higher HRC and should be evaluated to determine the appropriate level of protection. See the National Fire Protection Association Standard on Flame-Resistant Garments for Protection of Industrial Personnel Against Flash Fire (NFPA 2112) and the NFPA Standard for Electrical Safety in the Workplace (NFPA 70E) for more information.

Questions regarding FRC ratings and selection should be directed to

Erin Moore at 713-296-2377 or emoore@marathonoil.com. (Production Operations)

Karla McGee at 713-296-2916 or kmmcgee@marathonoil.com (Drilling and Completion Operations)

Thanks again for your dedication to Zero Injuries.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'JL Bowzer', written over a horizontal line.

JL Bowzer, VP North America Production Operations

A handwritten signature in black ink, appearing to read 'Bryan Roy', written over a horizontal line.

Bryan Roy, General Manager Worldwide Drilling and Completions