

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DI VISION OF
CORPORATI ON FI NANCE

March 2, 2021

By E-Mail

Eleazer Klein, Esq.
Schulte Roth & Zabel
919 Third Avenue
New York, NY 10022

Re: Exxon Mobil Corporation
Soliciting Materials filed pursuant to Rule 14a-12
Filed on March 1, 2021 by Engine No. 1 LLC et. al.
File No. 001-02256

Dear Mr. Klein:

We have reviewed the above-captioned filing and have the following comments.

DFAN14A filed March 1, 2021

1. With a view toward revised disclosure, please provide us supplemental support for the statement that ExxonMobil has now conceded the need for board change .

2. Please ensure that all filings made under Rule 14a-12 include the information and legend required under Rule 14a-12(a)(1).

Please direct any questions to me at (202) 551-3619.

Sincerely,
/s/ Daniel F.
Daniel F.
Special
Office of

Duchovny
Duchovny
Counsel
Mergers and Acquisitions