FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	nd Address of WELL H	Reporting Person* ARRY J						e and Tick MOBIL						Relationship of the Relati	cable)	•	s) to Issi L0% Ow		
(Last) (First) (Middle) C/O EXXON MOBIL CORP 5959 LAS COLINAS BLVD						3. Date of Earliest Transaction (Month/Day/Year) 02/24/2004								X Officer (give title Other (specify below) Executive Vice President					
(Street) IRVING (City)	T	x	75039-22 (Zip)	298	_ 4.	If Ame	endme	nt, Date o	of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Application) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
				n-Deri	vativ	e Se	curit	ties Acc	quired,	Dis	posed o	f, or Be	neficial	ly Owned	l				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ar) if	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A)		d (A) or	5. Amou Securitie Benefici	nt of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Reported Transactions (Instr. 3	tion(s)			(Instr. 4)	
Common Stock			02/24/2004		4			М		50,000) A	\$15.1	25 799	799,336					
Common	Stock			02/2	4/2004	4			S		41,900) D	\$42.	5 757	7,436	D			
Common Stock		02/2	02/24/2004				S		8,100	D	\$42.5	1 749,	749,336(1)						
Common	Stock													88,42	6.8881	I	- [:	By Savings Plan	
Common Stock													107	7.59 ⁽²⁾	I		By Spouse		
		-	Table II -								osed of,			Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	ed Date,	4. Transaction Code (Instr. 8)		5. Number		<u> </u>	xercis	sable and	7. Title and Amoun of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	Own For Illy Dire or I	nership m: ect (D) ndirect Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares						
Employee Stock Option (Right to Buy)	\$15.125	02/24/2004			M			50,000	11/30/19	95	11/30/2004	Common Stock	50,000	\$15.125	100,00	00	D		

Explanation of Responses:

- 1. Includes 82,250 shares jointly owned with reporting person's spouse.
- 2. The beneficial ownership of shares by spouse is disclaimed by the reporting person.

Jerry D. Miller by Power of Attorney

02/26/2004

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.