FORM 4

(Print or Type Responses)

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address	2. Issuer Name and Tickler or Trading Symbol							6. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
									X	Director		1	0% Ov	wner		
									Officer (give title below)	Other (specifibelow)				ecify		
Nelson	Marilyn	Carlson		Exxon N	Iobil C	orpor	ration - XOM	[
(Last)	(First)	(Middle)		R.S. Identification Number of Reporting Person, if an entity			Statement for Month/	Day/Year								
	on Companies	(voluntary		antity		March 31,	2003	7. Indiv	idual or Joint/G	nt/Group Filing (Check Applicable Line)						
701 0					5. If Amendment, Date of Original (Month/Day/Year)			Form filed by One Reporting Person								
								Form filed by	ed by More than One Reporting Person							
Minnetonk	ka, MN	55305														
(City)	(State)	(Zip)		Table I ½ Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3)			2. Trans- action Date (Month/ Day/	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr.8))	4. Securities Acqui or Disposed of ((Instr. 3, 4 and 5			5. Amount of Securities Beneficially Owned Following Reported			ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Owner- ship		
			Year)		Code	v	Amount	(A) or (D)		Price	(Instr. 3 and			(I) (Instr. 4)	(Instr. 4)	
			1		Couc	• •	Amount				(Insu: 5 and	/	2,300	D	(1130.4)	
Common Stock																
Common Stock													528	I	Trust (1)	
Common Stock												1	8,000	I	Trust (1)	

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).

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 control number. (Over) SEC 1474 (9-02)

FORM 4 (continued)		Table II ³ / ₄ Derivative Securities Acquired, Disposed of, or Beneficially Owned (<i>e.g.</i> , puts, calls, warrants, options, convertible securities)													
1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Date Date Date, if Deri- vative Security Day/ Year) (Month/ Day/ Execution Date, if any (Month/ Day/ Year)		4. Trans actior Code (Instr.	1	5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4 and 5)		6. Date Exer- cisable and Expiration Date (Month/Day/ Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of deriv- ative Secur- ities Bene- ficially Owned	10. Owner- ship Form of Deri- vative Security: Direct (D) or	11. Nature of Indirect Benefi- cial Owner- ship	
		Year)	Code	v	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	5)	Follow- ing Reported Trans- action(s) (Instr. 4)	(D) 61 Indirect (I) (Instr. 4)	(Instr. 4)	
Notional Stock Units with Dividend Equivalents (2)	1 for 1	03/31/2003		A		786.689		(2)	(2)	Common Stock	786.689	\$35.910	17,824.449	D	

Explanation of Responses:															
(1) Held by trust of which the reporting person is a trustee and beneficiary.															

(1) Held by trust of which the reporting person is a trustee and beneficiary.
(2) To be settled in cash in one or more installments after retirement.
This form signed pursuant to the terms of the Power of Attorney executed on 08/28/2002 and filed with the SEC on 09/09/2002.

/s/ C. E. Whittemore

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Attorney-in-Fact C. E. Whittemore 04/01/2003 Date

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

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

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