

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

FORM 10-Q

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2003

OR

() TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 1-2256

EXXON MOBIL CORPORATION

(Exact name of registrant as specified in its charter)

NEW JERSEY

13-5409005

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification Number)

5959 Las Colinas Boulevard, Irving, Texas

75039-2298

(Address of principal executive offices)

(Zip Code)

(972) 444-1000

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act
of 1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to
such filing requirements for the past 90 days. Yes X No

Indicate by check mark whether the registrant is an accelerated filer (as
defined in Rule 12b-2 of the Exchange Act). Yes X No

Indicate the number of shares outstanding of each of the issuer's classes
of common stock, as of the latest practicable date.

| Class | Outstanding as of July 31, 2003 |
|---------------------------------|---------------------------------|
| Common stock, without par value | 6,636,854,594 |

EXXON MOBIL CORPORATION

FORM 10-Q

FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2003

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

EXXON MOBIL CORPORATION
CONDENSED CONSOLIDATED STATEMENT OF INCOME
(millions of dollars)

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|--|--------------------------------|---------------|------------------------------|---------------|
| | 2003 | 2002 | 2003 | 2002 |
| REVENUE | | | | |
| Sales and other operating revenue, — including excise taxes | \$ 56,167 | \$ 49,972 | \$116,355 | \$ 92,564 |
| Earnings from equity interests and — other revenue | 998 | 832 | 4,590 | 1,633 |
| Total revenue | 57,165 | 50,804 | 120,945 | 94,197 |
| COSTS AND OTHER DEDUCTIONS | | | | |
| Crude oil and product purchases | 24,227 | 22,620 | 52,305 | 40,637 |
| Operating expenses | 5,320 | 4,211 | 10,660 | 7,984 |
| Selling, general and — administrative expenses | 3,340 | 3,310 | 6,442 | 6,447 |
| Depreciation and depletion | 2,169 | 2,003 | 4,351 | 4,001 |
| Exploration expenses, — including dry holes | 182 | 229 | 329 | 447 |
| Merger related expenses | 0 | 41 | 0 | 124 |
| Interest expense | 70 | 51 | 112 | 139 |
| Excise taxes | 5,896 | 5,650 | 11,727 | 10,441 |
| Other taxes and duties | 9,113 | 8,391 | 17,920 | 16,336 |
| Income applicable to minority and — preferred interests | 100 | 17 | 473 | 32 |
| Total costs and other deductions | 50,417 | 46,523 | 104,310 | 86,588 |
| INCOME BEFORE INCOME TAXES | 6,748 | 4,281 | 16,626 | 7,609 |
| — Income taxes | 2,578 | 1,652 | 5,966 | 2,917 |
| INCOME FROM CONTINUING OPERATIONS | 4,170 | 2,629 | 10,660 | 4,692 |
| — Discontinued operations, | | | | |

| | | | | |
|--|-----------------|-----------------|------------------|-----------------|
| net of income tax | 0 | 11 | 0 | 38 |
| Cumulative effect of accounting change, net of income tax | 0 | 0 | 550 | 0 |
| NET INCOME | \$ 4,170 | \$ 2,640 | \$ 11,210 | \$ 4,730 |
| NET INCOME PER COMMON SHARE (DOLLARS) | | | | |
| Income from continuing operations | \$ 0.63 | \$ 0.39 | \$ 1.60 | \$ 0.69 |
| Discontinued operations, net of income tax | 0.00 | 0.01 | 0.00 | 0.01 |
| Cumulative effect of accounting change, net of income tax | 0.00 | 0.00 | 0.08 | 0.00 |
| Net income | \$ 0.63 | \$ 0.40 | \$ 1.68 | \$ 0.70 |
| NET INCOME PER COMMON SHARE ASSUMING DILUTION (DOLLARS) | | | | |
| Income from continuing operations | \$ 0.62 | \$ 0.38 | \$ 1.59 | \$ 0.68 |
| Discontinued operations, net of income tax | 0.00 | 0.01 | 0.00 | 0.01 |
| Cumulative effect of accounting change, net of income tax | 0.00 | 0.00 | 0.08 | 0.00 |
| Net income | \$ 0.62 | \$ 0.39 | \$ 1.67 | \$ 0.69 |
| DIVIDENDS PER COMMON SHARE | \$ 0.25 | \$ 0.23 | \$ 0.48 | \$ 0.46 |

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EXXON MOBIL CORPORATION
CONDENSED CONSOLIDATED BALANCE SHEET
(millions of dollars)

| | June 30, 2003 | Dec. 31, 2002 |
|--|------------------|------------------|
| ASSETS | | |
| Current assets | | |
| Cash and cash equivalents | \$ 12,521 | \$ 7,229 |
| Notes and accounts receivable - net | 19,471 | 21,163 |
| Inventories | | |
| Crude oil, products and merchandise | 8,783 | 6,827 |
| Materials and supplies | 1,252 | 1,241 |
| Prepaid taxes and expenses | 2,039 | 1,831 |
| Total current assets | 44,066 | 38,291 |
| Property, plant and equipment - net | 99,500 | 94,940 |
| Investments and other assets | 21,537 | 19,413 |
| TOTAL ASSETS | \$165,103 | \$152,644 |
| LIABILITIES | | |
| Current liabilities | | |
| Notes and loans payable | \$ 4,327 | \$ 4,093 |
| Accounts payable and accrued liabilities | 26,530 | 25,186 |
| Income taxes payable | 5,791 | 3,896 |
| Total current liabilities | 36,648 | 33,175 |
| Long term debt | 5,811 | 6,655 |
| Deferred income tax liability | 17,541 | 16,484 |
| Other long term liabilities | 22,522 | 21,733 |
| TOTAL LIABILITIES | 82,522 | 78,047 |
| SHAREHOLDERS' EQUITY | | |
| Benefit plan related balances | (381) | (450) |
| Common stock, without par value: | | |

| | | |
|--|----------------------|---------------------|
| — Authorized: | 9,000 million shares | |
| — Issued: | 8,019 million shares | 4,089 4,217 |
| Earnings reinvested | | 108,963 100,961 |
| Accumulated other nonowner changes in equity | | |
| — Cumulative foreign exchange translation adjustment | | (1,099) (3,015) |
| — Minimum pension liability adjustment | | (2,960) (2,960) |
| — Unrealized gains/(losses) on stock investments | | 74 (79) |
| Common stock held in treasury: | | |
| — 1,367 million shares at June 30, 2003 | | (26,105) |
| — 1,319 million shares at December 31, 2002 | | (24,077) |
| <hr/> | | |
| — TOTAL SHAREHOLDERS' EQUITY | | 82,581 74,597 |
| <hr/> | | |
| — TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | | \$165,103 \$152,644 |
| | | ===== |

The number of shares of common stock issued and outstanding at June 30, 2003 and December 31, 2002 were 6,651,546,054 and 6,700,074,272, respectively.

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EXXON MOBIL CORPORATION
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(millions of dollars)

| | Six Months Ended | |
|---|------------------|----------|
| | June 30, | |
| | 2003 | 2002 |
| | ————— | ————— |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| — Net income | \$ 11,210 | \$ 4,730 |
| — Depreciation and depletion | 4,351 | 4,001 |
| — Changes in operational working capital, — excluding cash and debt | 2,470 | 88 |
| — All other items — net | (2,036) | (79) |
| | ————— | ————— |
| — Net cash provided by operating activities | 15,995 | 8,740 |
| <hr/> | | |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| — Additions to property, plant and equipment | (6,232) | (5,263) |
| — Sales of subsidiaries, investments, and — property, plant and equipment | 1,581 | 878 |
| — Other investing activities — net | 280 | 15 |
| | ————— | ————— |
| — Net cash used in investing activities | (4,371) | (4,370) |
| <hr/> | | |
| NET CASH GENERATION BEFORE FINANCING ACTIVITIES | 11,624 | 4,370 |
| <hr/> | | |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| — Additions to long term debt | 26 | 368 |
| — Reductions in long term debt | (632) | (33) |
| — Additions/(reductions) in short term debt — net | (192) | (146) |
| — Cash dividends to ExxonMobil shareholders | (3,208) | (3,121) |
| — Cash dividends to minority interests | (311) | (77) |
| — Changes in minority interests and sales/(purchases) — of affiliate stock | (160) | (189) |
| — Net ExxonMobil shares acquired | (2,211) | (2,369) |
| | ————— | ————— |
| — Net cash used in financing activities | (6,688) | (5,567) |
| <hr/> | | |
| Effects of exchange rate changes on cash | 356 | 350 |
| | ————— | ————— |
| Increase/(decrease) in cash and cash equivalents | 5,292 | (847) |
| Cash and cash equivalents at beginning of period | 7,229 | 6,547 |
| | ————— | ————— |

~~3. Discontinued Operations~~

~~In 2002, the copper business in Chile and the coal operations in Colombia were sold. Prior periods include reclassifications to reflect the earnings of these businesses as discontinued operations. Income taxes related to discontinued operations in the second quarter of 2002 were \$2 million and for the six months ended June 30, 2002 were \$9 million. Revenues and earnings for these businesses were historically reported in the "All Other" line in the segment disclosures located in note 10 on page 12.~~

~~4. Accounting Change~~

~~As of January 1, 2003 the corporation adopted Financial Accounting Standards Board Statement of Financial Accounting Standards No. 143 (FAS 143), "Accounting for Asset Retirement Obligations." The primary impact of FAS 143 is to change the method of accruing for upstream site restoration costs. These costs were previously accrued ratably over the productive lives of the assets in accordance with Statement of Financial Accounting Standards No. 19 (FAS 19), "Financial Accounting and Reporting by Oil and Gas Producing Companies." At the end of 2002, the cumulative amount accrued under FAS 19 was approximately \$3.5 billion. Under FAS 143, the fair values of asset retirement obligations are recorded as liabilities on a discounted basis when they are incurred, which is typically at the time the assets are installed. Amounts recorded for the related assets will be increased by the amount of these obligations. Over time the liabilities will be accreted for the change in their present value and the initial capitalized costs will be depreciated over the useful lives of the related assets.~~

~~The cumulative adjustment for the change in accounting principle reported in the first quarter of 2003 was after tax income of \$550 million (net of \$434 million of income tax effects, including ExxonMobil's share of related equity company income taxes of \$51 million), or \$0.08 per common share. The effect of this accounting change on the balance sheet was a \$0.3 billion increase to property, plant and equipment, a \$0.6 billion reduction to the accrued liability and a \$0.4 billion increase in deferred income tax liabilities.~~

~~This adjustment is due to the difference in the method of accruing site restoration costs under FAS 143 compared with the method required by FAS 19, the accounting standard that the corporation has been required to follow since 1978. Under FAS 19, site restoration costs are accrued on a unit of production basis of accounting as the oil and gas is produced. The FAS 19 method matches the accruals with the revenues generated from production and results in most of the costs being accrued early in field life, when production is at the highest level. Because FAS 143 requires accretion of the liability as a result of the passage of time using an interest method of allocation, the majority of the costs will be accrued towards the end of field life, when production is at the lowest level. The cumulative income adjustment described above resulted from reversing the higher liability accumulated under FAS 19 in order to adjust it to the lower present value amount resulting from transition to FAS 143. This amount being reversed in transition, which was previously charged to operating earnings under FAS 19, will again be charged to those earnings under FAS 143 in future years.~~

~~If FAS 143 had been in effect in 2002, net income that would have been reported would not have been materially different from the net income that was reported under FAS 19. The effect of FAS 143 on net income in the current year period is also not material.~~

~~5. Recently Issued Statements of Financial Accounting Standards~~

~~In January 2003, the Financial Accounting Standards Board issued Interpretation No. 46 (FIN 46), "Consolidation of Variable Interest Entities," which provides guidance on when certain entities should be consolidated or the interests in those entities should be disclosed by enterprises that do not control them through majority voting interest. Under FIN 46, entities are required to be consolidated by enterprises that lack majority voting interest when equity investors of those entities have~~

~~insignificant capital at risk or they lack voting rights, the obligation to absorb expected losses, or the right to receive expected returns. Entities identified with these characteristics are called variable interest entities and the interests that enterprises have in these entities are called variable interests. These interests can derive from certain guarantees, leases, loans or other arrangements that result in risks and rewards that are disproportionate to the voting interests in the entities.~~

~~The provisions of FIN 46 must be immediately applied for variable interest entities created after January 31, 2003. For variable interest entities created before February 1, 2003, FIN 46 must be adopted in the first reporting period beginning after June 15, 2003.~~

~~There have been no variable interest entities created after January 31, 2003 in which the corporation has an interest. The corporation is reviewing its financial arrangements entered into before February 1, 2003 to identify any that might qualify as variable interest entities. There is a reasonable possibility that certain joint ventures in which the corporation has an interest might be variable interest entities. These joint ventures are operating entities and the other equity investors are third parties independent from the corporation. The corporation's share of net income of these entities is included in the consolidated statement of income. The variable interests arise primarily because of certain guarantees extended by the corporation to the joint ventures. These guarantees are included in the guarantees disclosed on page 10 as part of note 7.~~

~~The corporation does not expect any impact on net income if it is required to consolidate any of these possible variable interest entities because it already is recording its share of net income of these entities. The impact to the balance sheet would be an increase in both assets and liabilities, estimated to be in the range of \$500 million to \$750 million (less than one half of 1 percent of total assets). However, there would be no change to the calculation of return on average capital employed because the corporation already includes its share of joint venture debt in the determination of average capital employed.~~

~~6. Merger of Exxon Corporation and Mobil Corporation~~

~~On November 30, 1999, a wholly owned subsidiary of Exxon Corporation merged with Mobil Corporation so that Mobil became a wholly owned subsidiary of Exxon (the "Merger"). At the same time, Exxon changed its name to Exxon Mobil Corporation.~~

~~There were no merger related expenses in 2003 reflecting the completion of the merger related activities in 2002. Merger related costs in the second quarter of 2002 were \$41 million (\$30 million after tax) and were \$124 million (\$90 million after tax) for the six months ended June 30, 2002. The severance reserve balance at the end of the second quarter of 2003 is expected to be expended mainly in 2003 and 2004. The following table summarizes the activity in the severance reserve for the six months ended June 30, 2003:~~

| Opening | Balance at |
|----------------------------------|-----------------------|
| Balance | Period End |
| Additions | Deductions |
| (millions of dollars) | |
| 101 | 74 |
| 0 | 27 |

~~7. Litigation and Other Contingencies~~

~~A number of lawsuits, including class actions, were brought in various courts against Exxon Mobil Corporation and certain of its subsidiaries relating to the accidental release of crude oil from the tanker Exxon Valdez in 1989. The vast majority of the claims have been resolved leaving a few compensatory damages cases to be resolved. All of the punitive damage claims were consolidated in the civil trial that began in May 1994.~~

~~In that trial, on September 24, 1996, the United States District Court for the District of Alaska entered a judgment in the amount of \$5 billion in punitive damages to a class composed of all persons and entities who asserted claims for punitive damages from the corporation as a result of the Exxon Valdez grounding. ExxonMobil appealed the judgment. On November 7, 2001, the United States Court of Appeals for the Ninth Circuit vacated the punitive damage award as being excessive under the Constitution and remanded the case to the District Court for it to determine the amount of the punitive damage award consistent with the~~

~~Ninth Circuit's holding. On December 6, 2002, the District Court reduced the punitive damages award from \$5 billion to \$4 billion. Both ExxonMobil and the plaintiffs have appealed to the Ninth Circuit. The corporation has posted a \$4.8 billion letter of credit.~~

~~On January 29, 1997, a settlement agreement was concluded resolving all remaining matters between the corporation and various insurers arising from the Valdez accident. Under terms of this settlement, ExxonMobil received \$480 million. Final income statement recognition of this settlement continues to be deferred in view of uncertainty regarding the ultimate cost to the corporation of the Valdez accident.~~

~~The ultimate cost to ExxonMobil from the lawsuits arising from the Exxon Valdez grounding is not possible to predict and may not be resolved for a number of years.~~

~~A dispute with a Dutch affiliate concerning an overlift of natural gas by a German affiliate was resolved by payments by the German affiliate pursuant to an arbitration award. The German affiliate had paid royalties on the excess gas and recovered the royalties in 2001. The only substantive issue remaining is the taxes payable on the final compensation for the overlift. Resolution of this issue will not have a materially adverse effect upon the corporation's operations or financial condition.~~

~~On December 19, 2000, a jury in Montgomery County, Alabama, returned a verdict against the corporation in a contract dispute over royalties in the amount of \$87.69 million in compensatory damages and \$3.42 billion in punitive damages in the case of Exxon Corporation v. State of Alabama, et al. The verdict was upheld by the trial court on May 4, 2001. On December 20, 2002, the Alabama Supreme Court vacated the \$3.5 billion jury verdict. The decision sends the case back to a lower court for a new trial, which is scheduled to begin on October 20, 2003. The ultimate outcome is not expected to have a materially adverse effect upon the corporation's operations or financial condition.~~

~~On May 22, 2001, a state court jury in New Orleans, Louisiana, returned a verdict against the corporation and three other entities in a case brought by a landowner claiming damage to his property. The property had been leased by the landowner to a company that performed pipe cleaning and storage services for customers, including the corporation. The jury awarded the plaintiff \$56 million in compensatory damages (90 percent to be paid by the corporation) and \$1 billion in punitive damages (all to be paid by the corporation). The damage related to the presence of naturally occurring radioactive material (NORM) on the site resulting from pipe cleaning operations. The award has been upheld at the trial court. ExxonMobil has appealed the judgment to the Louisiana Fourth Circuit Court of Appeals and believes that the judgment should~~

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~~be set aside or substantially reduced on factual and constitutional grounds. The ultimate outcome is not expected to have a materially adverse effect upon the corporation's operations or financial condition.~~

~~The U.S. Tax Court has decided the issue with respect to the pricing of crude oil purchased from Saudi Arabia for the years 1979-1981 in favor of the corporation. This decision is subject to appeal. Certain other issues for the years 1979-1993 remain pending before the Tax Court. The ultimate resolution of these issues is not expected to have a materially adverse effect upon the corporation's operations or financial condition.~~

~~Claims for substantial amounts have been made against ExxonMobil and certain of its consolidated subsidiaries in other pending lawsuits, the outcome of which is not expected to have a materially adverse effect upon the corporation's operations or financial condition.~~

~~The corporation and certain of its consolidated subsidiaries were contingently liable at June 30, 2003, for \$3.3 billion, primarily relating to guarantees for notes, loans and performance under contracts. This included \$0.9 billion representing guarantees of non-U.S. excise taxes and customs duties of other companies, entered into as a normal business practice, under reciprocal arrangements. Also included in this amount were guarantees by consolidated affiliates of \$2.0 billion, representing ExxonMobil's share of obligations of certain equity companies.~~

~~Additionally, the corporation and its affiliates have numerous long term sales and purchase commitments in their various business activities, all of which are expected to be fulfilled with no adverse consequences material to the corporation's operations or financial condition. The corporation's outstanding unconditional purchase obligations at~~

June 30, 2003 were similar to those at the prior year end period. Unconditional purchase obligations as defined by accounting standards are those long term commitments that are noncancelable or cancelable only under certain conditions, and that third parties have used to secure financing for the facilities that will provide the contracted goods or services.

The operations and earnings of the corporation and its affiliates throughout the world have been, and may in the future be, affected from time to time in varying degree by political developments and laws and regulations, such as forced divestiture of assets; restrictions on production, imports and exports; price controls; tax increases and retroactive tax claims; expropriation of property; cancellation of contract rights; and environmental regulations. Both the likelihood of such occurrences and their overall effect upon the corporation vary greatly from country to country and are not predictable.

8. Nonowner Changes in Shareholders' Equity

| | Three Months Ended | | Six Months Ended | |
|--|-----------------------|----------|------------------|----------|
| | June 30, | | June 30, | |
| | 2003 | 2002 | 2003 | 2002 |
| | (millions of dollars) | | | |
| Net income | \$ 4,170 | \$ 2,640 | \$ 11,210 | \$ 4,730 |
| Changes in other nonowner changes in equity | | | | |
| Foreign exchange translation adjustment | 1,444 | 2,653 | 1,916 | 2,523 |
| Minimum pension liability adjustment | 0 | 0 | 0 | 0 |
| Unrealized gains/(losses) on stock investments | 99 | 39 | 153 | 91 |
| Total nonowner changes in shareholders' equity | \$ 5,713 | \$ 5,332 | \$ 13,279 | \$ 7,344 |

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9. Earnings Per Share

| | Three Months Ended | | Six Months Ended | |
|---|--------------------|----------|------------------|----------|
| | June 30, | | June 30, | |
| | 2003 | 2002 | 2003 | 2002 |
| NET INCOME PER COMMON SHARE | | | | |
| Income from continuing operations (millions of dollars) | \$ 4,170 | \$ 2,629 | \$ 10,660 | \$ 4,692 |
| Weighted average number of common shares outstanding (millions of shares) | 6,654 | 6,767 | 6,669 | 6,780 |
| Net income per common share (dollars) | | | | |
| Income from continuing operations | \$ 0.63 | \$ 0.39 | \$ 1.60 | \$ 0.69 |
| Discontinued operations, net of income tax | 0.00 | 0.01 | 0.00 | 0.01 |
| Cumulative effect of accounting change, net of income tax | 0.00 | 0.00 | 0.08 | 0.00 |
| Net income | \$ 0.63 | \$ 0.40 | \$ 1.68 | \$ 0.70 |

NET INCOME PER COMMON SHARE ASSUMING DILUTION

| | | | | |
|---|----------|----------|-----------|----------|
| Income from continuing operations (millions of dollars) | \$ 4,170 | \$ 2,629 | \$ 10,660 | \$ 4,692 |
| Weighted average number of common shares outstanding assuming dilution (millions of shares) | 6,654 | 6,767 | 6,669 | 6,780 |
| Effect of employee stock based awards | 33 | 64 | 32 | 64 |

| Weighted average number of common shares | | | | | |
|--|----|-------|---------|---------|---------|
| outstanding assuming dilution | | 6,687 | 6,831 | 6,701 | 6,844 |
| Net income per common share | | | | | |
| assuming dilution (dollars) | | | | | |
| Income from continuing operations | \$ | 0.62 | \$ 0.38 | \$ 1.59 | \$ 0.68 |
| Discontinued operations, net of income tax | | 0.00 | 0.01 | 0.00 | 0.01 |
| Cumulative effect of accounting change, net of income tax | | 0.00 | 0.00 | 0.08 | 0.00 |
| Net income | \$ | 0.62 | \$ 0.39 | \$ 1.67 | \$ 0.69 |

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10. Disclosures about Segments and Related Information

Consistent with a change in internal organization in 2002, earnings from the electric power business and U.S. coal operations, previously reported in the All Other line, are now shown in the U.S. upstream for coal and non U.S. upstream for electric power. Earnings from the coal and minerals businesses divested in 2002, reported as discontinued operations, are included in the All Other line. Earnings and revenues for prior periods have been reclassified to reflect these 2002 events consistent with current period reporting.

| | Three Months Ended | | Six Months Ended | |
|----------------------------------|--------------------|----------|------------------|----------|
| | June 30, | | June 30, | |
| | 2003 | 2002 | 2003 | 2002 |
| (millions of dollars) | | | | |
| EARNINGS AFTER INCOME TAX | | | | |
| Upstream | | | | |
| United States | \$ 907 | \$ 677 | \$ 2,166 | \$ 1,125 |
| Non U.S. | 1,931 | 1,553 | 6,365 | 3,194 |
| Downstream | | | | |
| United States | 419 | 234 | 593 | 248 |
| Non U.S. | 727 | 148 | 1,276 | 106 |
| Chemicals | | | | |
| United States | 128 | 87 | 144 | 157 |
| Non U.S. | 311 | 182 | 582 | 244 |
| All other | (253) | (241) | 84 | (344) |
| Corporate total | \$ 4,170 | \$ 2,640 | \$ 11,210 | \$ 4,730 |

| | | | | |
|---|------|-------|--------|-------|
| Included in All Other above | | | | |
| Discontinued operations | \$ 0 | \$ 11 | \$ 0 | \$ 38 |
| Cumulative effect of accounting change | \$ 0 | \$ 0 | \$ 550 | \$ 0 |

SALES AND OTHER OPERATING REVENUE

| | | | | |
|-------------------|-----------|-----------|------------|-----------|
| Upstream | | | | |
| United States | \$ 1,440 | \$ 1,002 | \$ 3,208 | \$ 1,820 |
| Non U.S. | 3,623 | 2,803 | 7,696 | 5,726 |
| Downstream | | | | |
| United States | 13,225 | 12,642 | 27,423 | 22,210 |
| Non U.S. | 32,933 | 29,259 | 67,909 | 55,039 |
| Chemicals | | | | |
| United States | 1,924 | 1,895 | 3,953 | 3,371 |
| Non U.S. | 3,014 | 2,364 | 6,149 | 4,382 |
| All other | 8 | 7 | 17 | 16 |
| Corporate total | \$ 56,167 | \$ 49,972 | \$ 116,355 | \$ 92,564 |

INTERSEGMENT REVENUE

| | | | | |
|-------------------|----------|----------|----------|----------|
| Upstream | | | | |
| United States | \$ 1,255 | \$ 1,306 | \$ 2,855 | \$ 2,419 |
| Non U.S. | 3,581 | 3,298 | 7,846 | 6,046 |
| Downstream | | | | |
| United States | 1,447 | 1,553 | 3,107 | 2,762 |
| Non U.S. | 4,916 | 4,326 | 10,380 | 8,216 |

| | | | | |
|---------------|-----|-----|-------|-------|
| Chemicals | | | | |
| United States | 776 | 676 | 1,510 | 1,217 |
| Non U.S. | 776 | 684 | 1,614 | 1,184 |
| All other | 77 | 76 | 154 | 142 |

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~~11. Condensed Consolidating Financial Information Related to Guaranteed Securities Issued by Subsidiaries~~

~~Exxon Mobil Corporation has fully and unconditionally guaranteed the 6.0% notes due 2005 (\$106 million of long term debt at June 30, 2003) and the 6.125% notes due 2008 (\$160 million) of Exxon Capital Corporation and the deferred interest debentures due 2012 (\$1,064 million) and the debt securities due 2004-2011 (\$95 million long term and \$10 million short term) of SeaRiver Maritime Financial Holdings, Inc. Exxon Capital Corporation and SeaRiver Maritime Financial Holdings, Inc. are 100 percent owned subsidiaries of Exxon Mobil Corporation.~~

~~The following condensed consolidating financial information is provided for Exxon Mobil Corporation, as guarantor, and for Exxon Capital Corporation and SeaRiver Maritime Financial Holdings, Inc., as issuers, as an alternative to providing separate financial statements for the issuers. The accounts of Exxon Mobil Corporation, Exxon Capital Corporation and SeaRiver Maritime Financial Holdings, Inc. are presented utilizing the equity method of accounting for investments in subsidiaries.~~

| | Exxon | | SeaRiver | | | |
|--|-------------|-------------|-----------|--------------|---------------|--------------|
| | Mobil | Exxon | Maritime | Financial | Consolidating | |
| | Corporation | Capital | Holdings, | All Other | and | |
| | Parent | Corporation | Inc. | Subsidiaries | Eliminating | |
| | Guarantor | Corporation | Inc. | Subsidiaries | Adjustments | Consolidated |

(millions of dollars)

~~Condensed consolidated statement of income for three months ended June 30, 2003~~

| Revenue | | | | | | |
|---|-----------------|-----------|----------------|-----------------|-------------------|-----------------|
| Sales and other operating revenue, including excise taxes | \$ 2,782 | \$ | \$ | \$ 53,385 | \$ | \$ 56,167 |
| Earnings from equity interests and other revenue | 4,127 | | 2 | 878 | (4,009) | 998 |
| Intercompany revenue | 4,069 | 8 | 5 | 32,827 | (36,909) | |
| Total revenue | 10,978 | 8 | 7 | 87,090 | (40,918) | 57,165 |
| Costs and other deductions | | | | | | |
| Crude oil and product purchases | 3,802 | | | 55,115 | (34,690) | 24,227 |
| Operating expenses | 1,663 | | | 4,731 | (1,074) | 5,320 |
| Selling, general and administrative expenses | 464 | 1 | | 2,912 | (37) | 3,340 |
| Depreciation and depletion | 382 | 2 | | 1,785 | | 2,169 |
| Exploration expenses, including dry holes | 34 | | | 148 | | 182 |
| Merger related expenses | | | | | | |
| Interest expense | 162 | 5 | 31 | 1,032 | (1,160) | 70 |
| Excise taxes | | | | 5,896 | | 5,896 |
| Other taxes and duties | 2 | | | 9,111 | | 9,113 |
| Income applicable to minority and preferred interests | | | | 100 | | 100 |
| Total costs and other deductions | 6,509 | 8 | 31 | 80,830 | (36,961) | 50,417 |
| Income before income taxes | 4,469 | | (24) | 6,260 | (3,957) | 6,748 |
| Income taxes | 299 | | (9) | 2,288 | | 2,578 |
| Income from continuing operations | 4,170 | | (15) | 3,972 | (3,957) | 4,170 |
| Discontinued operations | | | | | | |
| Accounting change | | | | | | |
| Net income | \$ 4,170 | \$ | \$ (15) | \$ 3,972 | \$ (3,957) | \$ 4,170 |

| | | | |
|-------------|-------------|--------------|---------------|
| Exxon | SeaRiver | | |
| Mobil | Exxon | Maritime | Consolidating |
| Corporation | Capital | Financial | and |
| Parent | Corporation | Holdings, | All Other |
| Guarantor | Inc. | Subsidiaries | Eliminating |
| | | | Adjustments |
| | | | Consolidated |

(millions of dollars)

Condensed consolidated statement of income for three months ended June 30, 2002

| | | | | | | |
|---|-----------------|-------------|----------------|-----------------|-------------------|-----------------|
| Revenue | | | | | | |
| — Sales and other operating revenue, including | | | | | | |
| excise taxes | \$ 2,349 | \$ | \$ | \$ 47,623 | \$ | \$ 49,972 |
| — Earnings from equity interests and other revenue | | | | | | |
| | 2,669 | | (3) | 716 | (2,550) | 832 |
| Intercompany revenue | 3,644 | 10 | 7 | 28,338 | (31,999) | |
| Total revenue | 8,662 | 10 | 4 | 76,677 | (34,549) | 50,804 |
| Costs and other deductions | | | | | | |
| — Crude oil and product purchases | | | | | | |
| | 3,524 | | | 48,538 | (29,442) | 22,620 |
| Operating expenses | 1,321 | 1 | 1 | 4,207 | (1,319) | 4,211 |
| — Selling, general and administrative expenses | | | | | | |
| | 476 | | | 2,832 | 2 | 3,310 |
| Depreciation and depletion | 386 | 2 | | 1,615 | | 2,003 |
| — Exploration expenses, including dry holes | | | | | | |
| | 38 | | | 191 | | 229 |
| Merger related expenses | 20 | | | 28 | (7) | 41 |
| Interest expense | 117 | 5 | 28 | 1,138 | (1,237) | 51 |
| Excise taxes | | | | 5,650 | | 5,650 |
| Other taxes and duties | 6 | | | 8,385 | | 8,391 |
| Income applicable to minority and preferred interests | | | | | | |
| | | | | 17 | | 17 |
| Total costs and other deductions | 5,888 | 8 | 29 | 72,601 | (32,003) | 46,523 |
| Income before income taxes | 2,774 | 2 | (25) | 4,076 | (2,546) | 4,281 |
| Income taxes | 145 | 1 | (7) | 1,513 | | 1,652 |
| Income from continuing operations | | | | | | |
| | 2,629 | 1 | (18) | 2,563 | (2,546) | 2,629 |
| Discontinued operations | 11 | | | 11 | (11) | 11 |
| Accounting change | | | | | | |
| Net income | \$ 2,640 | \$ 1 | \$ (18) | \$ 2,574 | \$ (2,557) | \$ 2,640 |

Condensed consolidated statement of income for six months ended June 30, 2003

| | | | | | | |
|--|---------------|-----------|-----------|----------------|-----------------|----------------|
| Revenue | | | | | | |
| — Sales and other operating revenue, including | | | | | | |
| excise taxes | \$ 5,843 | \$ | \$ | \$110,512 | \$ | \$116,355 |
| — Earnings from equity interests and other revenue | | | | | | |
| | 10,899 | | 4 | 4,354 | (10,667) | 4,590 |
| Intercompany revenue | 8,708 | 17 | 10 | 70,188 | (78,923) | |
| Total revenue | 25,450 | 17 | 14 | 185,054 | (89,590) | 120,945 |
| Costs and other deductions | | | | | | |
| — Crude oil and product purchases | | | | | | |
| | 8,490 | | | 118,402 | (74,587) | 52,305 |
| Operating expenses | 3,337 | 1 | | 9,361 | (2,039) | 10,660 |
| — Selling, general and administrative expenses | | | | | | |
| | 890 | 1 | | 5,588 | (37) | 6,442 |
| Depreciation and depletion | 767 | 3 | 1 | 3,580 | | 4,351 |
| — Exploration expenses, | | | | | | |

| | | | | | | |
|---|-----------|------|---------|-----------|------------|-----------|
| including dry holes | 64 | | | 265 | | 329 |
| Merger related expenses | | | | | | |
| Interest expense | 323 | 10 | 61 | 2,032 | (2,314) | 112 |
| Excise taxes | | | | 11,727 | | 11,727 |
| Other taxes and duties | 3 | | | 17,917 | | 17,920 |
| Income applicable to minority and preferred interests | | | | 473 | | 473 |
| Total costs and other deductions | 13,874 | 15 | 62 | 169,345 | (78,977) | 104,319 |
| Income before income taxes | 11,576 | 2 | (48) | 15,709 | (10,613) | 16,626 |
| Income taxes | 916 | 1 | (18) | 5,067 | | 5,966 |
| Income from continuing operations | 10,660 | 1 | (30) | 10,642 | (10,613) | 10,660 |
| Discontinued operations | | | | | | |
| Accounting change | 550 | | | 481 | (481) | 550 |
| Net income | \$ 11,210 | \$ 1 | \$ (30) | \$ 11,123 | \$(11,094) | \$ 11,210 |

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| Exxon | Mobil | SeaRiver | Maritime | Consolidating | | |
|-------------|--------|---------------------------|--------------------------|------------------------|-----------------------------|--------------|
| Corporation | Parent | Exxon Capital Corporation | Financial Holdings, Inc. | All Other Subsidiaries | and Eliminating Adjustments | Consolidated |

(millions of dollars)

Condensed consolidated statement of income for six months ended June 30, 2002

| | | | | | | |
|---|----------|------|---------|-----------|-----------|-----------|
| Revenue | | | | | | |
| Sales and other operating revenue, including excise taxes | \$ 4,193 | \$ | \$ | \$ 88,371 | \$ | \$ 92,564 |
| Earnings from equity interests and other revenue | 4,853 | 5 | 1 | 1,331 | (4,557) | 1,633 |
| Intercompany revenue | 6,468 | 21 | 14 | 53,111 | (59,614) | |
| Total revenue | 15,514 | 26 | 15 | 142,813 | (64,171) | 94,197 |
| Costs and other deductions | | | | | | |
| Crude oil and product purchases | 6,098 | | | 89,393 | (54,854) | 40,637 |
| Operating expenses | 2,444 | 1 | 1 | 7,930 | (2,392) | 7,984 |
| Selling, general and administrative expenses | 934 | 1 | | 5,512 | | 6,447 |
| Depreciation and depletion | 776 | 3 | 1 | 3,221 | | 4,001 |
| Exploration expenses, including dry holes | 81 | | | 366 | | 447 |
| Merger related expenses | 36 | | | 98 | (10) | 124 |
| Interest expense | 255 | 11 | 56 | 2,181 | (2,364) | 139 |
| Excise taxes | | | | 10,441 | | 10,441 |
| Other taxes and duties | 9 | | | 16,327 | | 16,336 |
| Income applicable to minority and preferred interests | | | | 32 | | 32 |
| Total costs and other deductions | 10,633 | 16 | 58 | 135,501 | (59,620) | 86,588 |
| Income before income taxes | 4,881 | 10 | (43) | 7,312 | (4,551) | 7,609 |
| Income taxes | 189 | 4 | (15) | 2,739 | | 2,917 |
| Income from continuing operations | 4,692 | 6 | (28) | 4,573 | (4,551) | 4,692 |
| Discontinued operations | 38 | | | 38 | (38) | 38 |
| Accounting change | | | | | | |
| Net income | \$ 4,730 | \$ 6 | \$ (28) | \$ 4,611 | \$(4,589) | \$ 4,730 |

| | Exxon | | SeaRiver | | | |
|--|-------------|-------------|-----------|--------------|---------------|--------------|
| | Mobil | | Maritime | | Consolidating | |
| | Corporation | Exxon | Financial | All Other | and | |
| | Parent | Capital | Holdings, | Subsidiaries | Eliminating | |
| | Guarantor | Corporation | Inc. | | Adjustments | Consolidated |

(millions of dollars)

Condensed consolidated balance sheet as of June 30, 2003

| | | | | | | |
|-------------------------------------|------------------|-----------------|-----------------|------------------|--------------------|------------------|
| Cash and cash equivalents | \$ 2,245 | \$ | \$ | \$ 10,276 | \$ | \$ 12,521 |
| Notes and accounts receivable | | | | | | |
| — net | 3,996 | | | 15,475 | | 19,471 |
| Inventories | 1,208 | | | 8,827 | | 10,035 |
| Prepaid taxes and expenses | 86 | | 23 | 1,930 | | 2,039 |
| Total current assets | 7,535 | | 23 | 36,508 | | 44,066 |
| Property, plant and equipment — net | 17,042 | 101 | 2 | 82,355 | | 99,500 |
| Investments and other assets | 116,330 | | 524 | 341,455 | (436,772) | 21,537 |
| Intercompany receivables | 7,495 | 1,359 | 1,496 | 315,955 | (326,305) | |
| Total assets | \$148,402 | \$ 1,460 | \$ 2,045 | \$776,273 | \$(763,077) | \$165,103 |

| | | | | | | |
|--|---------------|------------|--------------|----------------|------------------|---------------|
| Notes and loan payables | \$ | \$ | \$ 10 | \$ 4,317 | \$ | \$ 4,327 |
| Accounts payable and accrued liabilities | 3,008 | 11 | | 23,511 | | 26,530 |
| Income taxes payable | 1,254 | 2 | | 4,535 | | 5,791 |
| Total current liabilities | 4,262 | 13 | 10 | 32,363 | | 36,648 |
| Long term debt | 1,338 | 266 | 1,159 | 3,048 | | 5,811 |
| Deferred income tax liabilities | 3,007 | 30 | 305 | 14,199 | | 17,541 |
| Other long term liabilities | 6,017 | 22 | | 16,483 | | 22,522 |
| Intercompany payables | 51,197 | 343 | 382 | 274,383 | (326,305) | |
| Total liabilities | 65,821 | 674 | 1,856 | 340,476 | (326,305) | 82,522 |

| | | | | | | |
|---|------------------|-----------------|-----------------|------------------|--------------------|------------------|
| Earnings reinvested | 108,963 | 1 | (205) | 64,830 | (64,626) | 108,963 |
| Other shareholders' equity | (26,382) | 785 | 394 | 370,967 | (372,146) | (26,382) |
| Total shareholders' equity | 82,581 | 786 | 189 | 435,797 | (436,772) | 82,581 |
| Total liabilities and shareholders' equity | \$148,402 | \$ 1,460 | \$ 2,045 | \$776,273 | \$(763,077) | \$165,103 |

Condensed consolidated balance sheet as of December 31, 2002

| | | | | | | |
|-------------------------------------|------------------|-----------------|-----------------|------------------|--------------------|------------------|
| Cash and cash equivalents | \$ 710 | \$ | \$ | \$ 6,519 | \$ | \$ 7,229 |
| Notes and accounts receivable — net | 3,827 | | | 17,336 | | 21,163 |
| Inventories | 964 | | | 7,104 | | 8,068 |
| Prepaid taxes and expenses | 65 | | | 1,766 | | 1,831 |
| Total current assets | 5,566 | | | 32,725 | | 38,291 |
| Property, plant and equipment — net | 16,922 | 104 | 3 | 77,911 | | 94,940 |
| Investments and other assets | 104,115 | | 521 | 340,821 | (426,044) | 19,413 |
| Intercompany receivables | 16,234 | 1,395 | 1,490 | 295,909 | (315,028) | |
| Total assets | \$142,837 | \$ 1,499 | \$ 2,014 | \$747,366 | \$(741,072) | \$152,644 |

| | | | | | | |
|-------------------------|----|------|-------|----------|----|----------|
| Notes and loan payables | \$ | \$ 6 | \$ 10 | \$ 4,077 | \$ | \$ 4,093 |
| Accounts payable and | | | | | | |

| | | | | | | |
|--|-----------|----------|----------|-----------|-------------|-----------|
| accrued liabilities | 2,844 | 6 | | 22,336 | | 25,186 |
| Income taxes payable | 916 | 1 | | 2,979 | | 3,896 |
| Total current liabilities | 3,760 | 13 | 10 | 29,392 | | 33,175 |
| Long term debt | 1,311 | 266 | 1,101 | 3,977 | | 6,655 |
| Deferred income tax liabilities | 3,163 | 31 | 301 | 12,989 | | 16,484 |
| Other long term liabilities | 5,820 | | | 15,913 | | 21,733 |
| Intercompany payables | 54,186 | 290 | 382 | 260,170 | (315,028) | |
| Total liabilities | 68,240 | 600 | 1,794 | 322,441 | (315,028) | 78,047 |
| Earnings reinvested | 100,961 | 93 | (174) | 54,547 | (54,466) | 100,961 |
| Other shareholders' equity | (26,364) | 806 | 394 | 370,378 | (371,578) | (26,364) |
| Total shareholders' equity | 74,597 | 899 | 220 | 424,925 | (426,044) | 74,597 |
| Total liabilities and shareholders' equity | \$142,837 | \$ 1,499 | \$ 2,014 | \$747,366 | \$(741,072) | \$152,644 |

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| | Exxon Mobil Corporation Parent Guarantor | SeaRiver Exxon Capital Corporation | Maritime Financial Holdings, Inc. | Consolidating and All Other Subsidiaries | Eliminating Adjustments | Consolidated |
|--|--|---|--|---|----------------------------|--------------|
|--|--|---|--|---|----------------------------|--------------|

(millions of dollars)

Condensed consolidated statement of cash flows for six months ended June 30, 2003

| | | | | | | |
|---|----------|-------|------|-----------|----------|-----------|
| Gash provided by/(used in) operating activities | \$ 2,116 | \$ 31 | \$ 6 | \$ 14,776 | \$ (934) | \$ 15,995 |
| Gash flows from investing activities | | | | | | |
| Additions to property, plant and equipment | (908) | | | (5,324) | | (6,232) |
| Sales of long term assets | 29 | | | 1,552 | | 1,581 |
| Net intercompany investing | 5,717 | 36 | (6) | (5,687) | (60) | |
| All other investing, net | | | | 280 | | 280 |
| Net cash provided by/(used in) investing activities | 4,838 | 36 | (6) | (9,179) | (60) | (4,371) |
| Gash flows from financing activities | | | | | | |
| Additions to long term debt | | | | 26 | | 26 |
| Reductions in long term debt | | | | (632) | | (632) |
| Additions/(reductions) in short term debt net | | (6) | | (186) | | (192) |
| Cash dividends | (3,208) | (93) | | (841) | 934 | (3,208) |
| Net ExxonMobil shares sold/(acquired) | (2,211) | | | | | (2,211) |
| Net intercompany financing activity | | 53 | | (92) | 39 | |
| All other financing, net | | (21) | | (471) | 21 | (471) |
| Net cash provided by/(used in) financing activities | (5,419) | (67) | | (2,196) | 994 | (6,688) |
| Effects of exchange rate changes on cash | | | | 356 | | 356 |
| Increase/(decrease) in cash and cash equivalents | \$ 1,535 | \$ | \$ | \$ 3,757 | \$ | \$ 5,292 |

Condensed consolidated statement of cash flows for six months ended June 30, 2002

| | | | | | | |
|---|----------|---------|------|----------|----------|----------|
| Cash provided by/(used in) | | | | | | |
| operating activities | \$ 1,575 | \$ (22) | \$ 8 | \$ 7,456 | \$ (277) | \$ 8,740 |
| Cash flows from investing | | | | | | |
| activities additions to property, plant and equipment | (833) | | | (4,430) | | (5,263) |
| Sales of long term assets | 74 | | | 804 | | 878 |
| Net intercompany investing | 4,053 | (12) | (8) | (4,114) | 81 | |
| All other investing, net | | | | 15 | | 15 |
| Net cash provided by/(used in) investing activities | | | | | | |
| | 3,294 | (12) | (8) | (7,725) | 81 | (4,370) |
| Cash flows from financing | | | | | | |
| activities | | | | | | |
| Additions to long term debt | | | | 368 | | 368 |
| Reductions in long term debt | | | | (33) | | (33) |
| Additions/(reductions) in short term debt net | | (25) | | (121) | | (146) |
| Cash dividends | (3,121) | | | (277) | 277 | (3,121) |
| Net ExxonMobil shares sold/(acquired) | (2,369) | | | | | (2,369) |
| Net intercompany financing activity | | 59 | | 22 | (81) | |
| All other financing, net | | | | (266) | | (266) |
| Net cash provided by/(used in) financing activities | | | | | | |
| | (5,490) | 34 | | (307) | 196 | (5,567) |
| Effects of exchange rate changes on cash | | | | | | |
| | | | | 350 | | 350 |
| Increase/(decrease) in cash and cash equivalents | | | | | | |
| | \$ (621) | \$ | \$ | \$ (226) | \$ | \$ (847) |

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EXXON MOBIL CORPORATION

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

FUNCTIONAL EARNINGS SUMMARY

| | Second Quarter | | First Six Months | |
|-----------------------------------|----------------|--------|------------------|----------|
| | 2003 | 2002 | 2003 | 2002 |
| (millions of dollars) | | | | |
| Net Income (U.S. GAAP) | | | | |
| Upstream | | | | |
| United States | \$ 907 | \$ 677 | \$ 2,166 | \$ 1,125 |
| Non U.S. | 1,931 | 1,553 | 6,365 | 3,194 |
| Downstream | | | | |
| United States | 419 | 234 | 593 | 248 |
| Non U.S. | 727 | 148 | 1,276 | 106 |
| Chemicals | | | | |
| United States | 128 | 87 | 144 | 157 |
| Non U.S. | 311 | 182 | 582 | 244 |
| Corporate and financing | (253) | (222) | (466) | (292) |
| Merger expenses | 0 | (30) | 0 | (90) |
| Income from continuing operations | 4,170 | 2,629 | 10,660 | 4,692 |
| Discontinued operations | 0 | 11 | 0 | 38 |
| Accounting change | 0 | 0 | 550 | 0 |

| | | | | |
|------------------------|----------|----------|-----------|----------|
| Net Income (U.S. GAAP) | \$ 4,170 | \$ 2,640 | \$ 11,210 | \$ 4,730 |
| | ===== | ===== | ===== | ===== |

| | | | | |
|--|---------|---------|---------|---------|
| Net income per common share | \$ 0.63 | \$ 0.40 | \$ 1.68 | \$ 0.70 |
| Net income per common share — assuming dilution | \$ 0.62 | \$ 0.39 | \$ 1.67 | \$ 0.69 |

Other special items included in net income

Upstream

| | | | | |
|--|------|------|----------|------|
| — Non-U.S. (gain on transfer — of Ruhrgas shares) | \$ 0 | \$ 0 | \$ 1,700 | \$ 0 |
|--|------|------|----------|------|

REVIEW OF SECOND QUARTER 2003 RESULTS

Exxon Mobil Corporation estimated net income of \$4,170 million (\$0.62 per share) in the second quarter of 2003, an increase of \$1,530 million from the second quarter of 2002. Second quarter earnings remained strong and improved in all parts of the business versus last year. Chemicals earnings were at their highest level since 1998. Revenue for the second quarter of 2003 totaled \$57,165 million compared with \$50,804 million in the second quarter of 2002.

Upstream earnings were \$2,838 million, up \$608 million from the second quarter 2002, reflecting higher crude oil and natural gas realizations.

Oil equivalent production was flat versus the second quarter of last year. Higher European gas demand and contributions from new projects and work programs were offset by natural field declines and operational outages in the North Sea and West Africa. Operational problems were largely resolved by the end of the quarter.

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Liquids production of 2,478 kbd (thousands of barrels per day) decreased from 2,495 kbd in the second quarter of 2002. Higher production in Nigeria and Canada, and reduced OPEC quota restrictions in Abu Dhabi, were more than offset by natural field declines in mature areas and by the operational outages in the North Sea and West Africa.

Second quarter natural gas production increased to 9,259 mcf (millions of cubic feet per day), compared with 9,192 mcf last year. Higher demand in Europe and contributions from new projects and work programs more than offset natural field decline in mature areas and the impacts of operational problems in the North Sea.

Earnings from U.S. upstream operations were \$907 million, up \$230 million. Non-U.S. upstream earnings of \$1,931 million were \$378 million higher than last year's second quarter.

Downstream earnings were \$1,146 million, an increase of \$764 million from last year's second quarter, reflecting stronger worldwide refining and marketing margins. Margins were particularly strong at the beginning of the quarter but have since weakened significantly. Petroleum product sales were 7,800 kbd, 231 kbd higher than last year's second quarter.

U.S. downstream earnings were \$419 million, up \$185 million. Non-U.S. downstream earnings of \$727 million were \$579 million higher than last year's second quarter.

Chemicals earnings of \$439 million were up \$170 million from the same quarter a year ago due to improved margins during the first part of the period and favorable foreign exchange effects. Prime product sales of 6,369 kt (thousands of metric tons) were down 333 kt, reflecting lower industry demand.

Corporate and financing expenses of \$253 million increased by \$31 million mainly due to higher U.S. pension costs.

FIRST SIX MONTHS 2003 COMPARED WITH FIRST SIX MONTHS 2002

Net income of \$11,210 million (\$1.67 per share) for the first half of 2003 increased \$6,480 million from the first half of 2002. Net income for the first half of 2003 included a \$550 million positive impact for the required adoption of FAS 143 relating to accounting for asset retirement obligations. First half net income in 2003 also included a one time gain of \$1,700 million from the transfer of shares in Ruhrgas AG, a German gas transmission company. First half net income in 2002 included \$90 million of after tax merger expenses and \$38 million in earnings from discontinued operations.

Revenue for the first half of 2003 totaled \$120,945 million compared to \$94,197 million in the first half of 2002 reflecting significantly higher prices.

Upstream earnings, including were \$8,531 million, an increase of \$4,212 million due to higher liquids and natural gas realizations and the Ruhrgas gain. Total oil and natural gas producible volumes increased 2 percent versus the first half of last year as higher European gas demand and contributions from new projects and work programs more than offset natural field decline. Taking into account the effects of the national strike in Venezuela, and the operational outages in the second quarter, actual oil equivalent production was flat.

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Liquids production of 2,491 kbd decreased 27 kbd from 2002. Higher production in Nigeria and Canada, and lower OPEC driven quota constraints, were offset by natural field decline and the impact of operational problems in the North Sea and West Africa.

First half 2003 natural gas production of 10,652 mcf/d increased 193 mcf/d from 2002. Higher demand in Europe and contributions from new projects and work programs more than offset natural field decline and the operational outages in the North Sea.

Excluding the impacts of the national strike in Venezuela and the second quarter operational outages, total oil and natural gas producible volumes increased 2 percent versus the first half of last year. Plans for long term capacity increases remain on track as reflected by higher capital spending.

Earnings from U.S. upstream operations for the first half of 2003 were \$2,166 million, an increase of \$1,041 million. Earnings outside the U.S. were \$6,365 million, \$3,171 million higher than last year.

Downstream earnings of \$1,860 million increased by \$1,515 million from a weak first half of 2002 reflecting higher worldwide refining and marketing margins. Petroleum product sales of 7,830 kbd compared with 7,622 kbd in the first half of 2002.

U.S. downstream earnings were \$593 million, up \$345 million. Non-U.S. downstream earnings of \$1,276 million were \$1,170 million higher than last year.

Chemicals earnings of \$726 million were up \$325 million from the first half of 2002 due to improved margins and favorable foreign exchange effects. Prime product sales of 13,260 kt were down 76 kt, reflecting lower demand.

Corporate and financing expenses of \$466 million increased by \$174 million mainly due to higher U.S. pension costs.

~~MERGER OF EXXON CORPORATION AND MOBIL CORPORATION~~

On November 30, 1999, a wholly owned subsidiary of Exxon Corporation merged with Mobil Corporation so that Mobil became a wholly owned subsidiary of Exxon (the "Merger"). At the same time, Exxon changed its name to Exxon Mobil Corporation.

There were no merger related expenses in 2003 reflecting the completion of the merger related activities in 2002. Merger related costs in the second quarter of 2002 were \$41 million (\$30 million after tax) and were \$124 million (\$90 million after tax) for the six months ended June 30, 2002. The severance reserve balance at the end of the second quarter of 2003 is expected to be expended mainly in 2003 and 2004. The following table summarizes the activity in the severance reserve for the six months ended June 30, 2003:

| Opening | Balance | Additions | Deductions | Balance at |
|--------------------|----------------------|-----------------------|-----------------------|-----------------------|
| Balance | Additions | Deductions | Balance at | Period End |
| | | (millions of dollars) | | |
| 101 | 0 | 27 | 74 | |

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~~LIQUIDITY AND CAPITAL RESOURCES~~

Net cash generation before financing activities was \$11,624 million in the first six months of 2003 versus \$4,370 million in the same period last year.

~~Operating activities provided net cash of \$15,995 million, an increase of \$7,255 million from the prior year, influenced by higher net income.~~

~~Investing activities used net cash of \$4,371 million, comparable to the prior year, including higher additions to property, plant, and equipment and higher proceeds from asset divestments.~~

~~Net income in 2003 included a one-time gain of \$1,700 million from the transfer of ExxonMobil's interests in the Ruhrgas AG shares. The shares were valued at approximately \$2.6 billion. In the third quarter of 2002, a loan of \$1.5 billion was received in connection with the restructuring of BEB Erdgas und Erdoel GmbH that allowed for the transfer of the Ruhrgas shares. The remainder was received upon completion of the share transaction and has been reported as proceeds from sales of investments in the current period. The "All other items — net" line in the current year includes an adjustment of the non-cash net income gain included in first quarter 2003 for the cash received and reported in the third quarter of 2002 and the cash received and reported in cash flows from investing activities in the first quarter of 2003.~~

~~Net cash used in financing activities was \$6,688 million in the first half of 2003 versus \$5,567 million in the same period last year reflecting debt reductions in the current year.~~

~~During the second quarter, the corporation acquired 33 million shares at a gross cost of \$1,194 million to offset the dilution associated with benefit plans and to reduce common stock outstanding. During the first half of 2003, Exxon Mobil Corporation purchased 68 million shares of its common stock for the treasury at a gross cost of \$2,385 million. Shares outstanding were reduced from 6,700 million at the end of 2002 to 6,652 million at the end of the second quarter 2003. Purchases may be made in both the open market and through negotiated transactions, and may be increased, decreased or discontinued at any time without prior notice.~~

~~Due to the strong earnings through the first half of the year and the resulting significant cash flow, the corporation increased its rate of share purchases in July. During the month of July, the corporation purchased 15 million shares for the treasury at a gross cost of \$539 million.~~

~~Total debt of \$10.1 billion at June 30, 2003 was \$0.6 billion lower than at year-end 2002. The corporation's debt to total capital ratio was 10.6 percent at the end of the second quarter of 2003, compared to 12.2 percent at year-end 2002.~~

~~Although the corporation issues long-term debt from time to time and maintains a revolving commercial paper program, internally generated funds cover the majority of its financial requirements.~~

~~All funded U.S. pension plans were fully funded in 2002 under the standards set by the Department of Labor and the Internal Revenue Service. In addition to the \$0.5 billion contributed to pension funds in the first six months of 2003, the corporation expects to make contributions totaling about \$2 billion during the second half of 2003 from existing cash in order to maintain the funded status of the U.S. plans and to meet regulatory requirements for non-U.S. plans.~~

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~~Litigation and other contingencies are discussed in note 7 to the unaudited condensed consolidated financial statements. There are no events or uncertainties known to management beyond those already included in reported financial information that would indicate a material change in future operating results or future financial condition.~~

~~The corporation, as part of its ongoing asset management program, continues to evaluate its mix of assets for potential upgrade. Because of the ongoing nature of this program, dispositions will continue to be made from time to time which will result in either gains or losses.~~

TAXES

~~Income, excise and all other taxes for the first half of 2003 of \$36,867 million were up \$6,088 million compared to last year. First half 2003 income tax expense was \$5,966 million and the effective tax rate was 37.8 percent, compared to \$2,917 million and 41.3 percent, respectively, in the prior year period. The increase in income tax expense reflects higher pre-tax income. Excluding the income tax effects of the gain on the Ruhrgas share transfer in the first quarter, the effective rate in the first half of 2003 was similar to the prior year. During both periods, the corporation continued to benefit from the favorable resolution of tax-related issues.~~

~~CAPITAL AND EXPLORATION EXPENDITURES~~

~~Capital and exploration expenditures continued to grow consistent with ExxonMobil's long term investment plans. In the second quarter, ExxonMobil continued its active investment program, spending \$3,831 million on capital and exploration projects, compared with \$3,393 million last year, reflecting continued growth in upstream spending.~~

~~Capital and exploration expenditures were \$7,327 million in the first half of 2003 compared to \$6,367 million in last year's first half.~~

~~In 2003, capital and exploration investments are expected to increase to about \$15 billion reflecting the continued spending on ExxonMobil's large portfolio of upstream projects and foreign exchange effects.~~

~~REPORTING INVESTMENTS IN MINERAL INTERESTS IN OIL AND GAS PROPERTIES~~

~~Statements of Financial Accounting Standards No. 141 (FAS 141), "Business Combinations" and No. 142 (FAS 142), "Goodwill and Other Intangible Assets" were issued by the Financial Accounting Standards Board (FASB) in June 2001 and became effective for the corporation on July 1, 2001 and January 1, 2002, respectively. The Securities and Exchange Commission (SEC) has requested the Emerging Issues Task Force (EITF) to consider the issue of whether FAS 141 and 142 require interests held under oil, gas and mineral leases to be separately classified as intangible assets on the balance sheets of companies in the extractive industries. If such interests were deemed to be intangible assets by the EITF, mineral rights to extract oil and gas for both undeveloped and developed leaseholds would be classified separately from oil and gas properties as intangible assets on the corporation's balance sheet. Historically, in accordance with Statement of Financial Accounting Standards No. 19 (FAS 19), "Financial Accounting and Reporting by Oil and Gas Producing Companies", the corporation has capitalized the cost of oil and gas leasehold interests and, consistent with industry practice, reported these assets as part of tangible oil and gas property, plant and equipment.~~

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~~This interpretation of FAS 141 and 142 would only affect the classification of oil and gas leaseholds on the corporation's balance sheet, and would not affect total assets, net worth or cash flows. The corporation's results of operations would not be affected, since these leasehold costs would continue to be amortized in accordance with FAS 19.~~

~~At June 30, 2003, the corporation had leasehold costs for mineral interests of approximately \$4.3 billion, net of accumulated depletion, that would be classified on the balance sheet as "leasehold costs for the right to extract oil and gas" if the interpretation the SEC requested the EITF to consider was applied.~~

~~The corporation will continue to classify its leasehold costs for mineral interests as tangible oil and gas property, plant and equipment assets until further guidance is provided by the EITF.~~

~~FORWARD LOOKING STATEMENTS~~

~~Statements in this discussion regarding expectations, plans and future events or conditions are forward looking statements. Actual future results; production and capacity growth; financing sources; the resolution of contingencies; the effect of changes in prices, interest rates and other market conditions; and environmental and capital and exploration expenditures could differ materially depending on a number of factors, such as the outcome of commercial negotiations; changes in the supply of and demand for crude oil, natural gas and petroleum and petrochemical products; changes in technical or operating conditions or rates of natural field decline; and other factors discussed above and discussed under the caption "Factors Affecting Future Results" in Item 1 of ExxonMobil's 2002 Form 10-K.~~

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~~EXXON MOBIL CORPORATION~~

~~Item 3. Quantitative and Qualitative Disclosures About Market Risk~~

~~Information about market risks for the six months ended June 30, 2003~~

~~does not differ materially from that discussed under Item 7A of the registrant's Annual Report on Form 10-K for 2002.~~

~~Item 4. Controls and Procedures~~

~~As indicated in the certifications in Exhibit 31 of this report, the corporation's principal executive officer, principal accounting officer and principal financial officer have evaluated the corporation's disclosure controls and procedures as of June 30, 2003. Based on that evaluation, these officers have concluded that the corporation's disclosure controls and procedures are effective for the purpose of ensuring that material information required to be in this quarterly report is made known to them by others on a timely basis. There have not been changes in the corporation's internal control over financial reporting that occurred during the corporation's last fiscal quarter that have materially affected, or are reasonably likely to materially affect the corporation's internal control over financial reporting.~~

~~PART II. OTHER INFORMATION~~

~~Item 1. Legal Proceedings~~

~~In a previously reported matter, on June 5, 2003 the Texas Commission on Environmental Quality ("TCEQ") withdrew its Notice of Enforcement Action dated March 27, 2003, relating to alleged violations of certain reporting, calculation, and documentation requirements under the Texas Clean Air Act (and related implementing and operating permit regulations) in connection with upset events at the corporation's Means Gas Conditioning Facility in Andrews County, Texas. These administrative issues had been corrected. After reviewing the evidence, the TCEQ conceded this enforcement action was not warranted, and all claims were withdrawn. No penalties or other actions on the part of the corporation are required.~~

~~In another previously reported matter, ExxonMobil Oil Corporation ("EMOC") has entered into a final consent order with the New York State Department of Environmental Conservation ("NYSDEC") whereby EMOC has agreed to a scope of work at its New Windsor, New York distribution terminal. The original Notices of Hearing and Complaint alleged discharges of petroleum into waters of the state which were allegedly neither timely reported nor immediately contained, in violation of the Navigation Law and the Environmental Conservation Law. The consent order does not address penalties, and the NYSDEC reserves the right to seek penalties at a later date.~~

~~Also in a previously reported matter, the Massachusetts Department of Environmental Protection ("MADEP") issued a revised Administrative Consent Order ("ACO") on May 19, 2003, which addressed four of the 55 sites referenced in its original Notice of Enforcement ("NOE") received by the corporation on January 22, 2003. The original NOE alleged that certain reports relating to remediation activities at the sites were not submitted by the relevant deadlines under the Massachusetts Contingency Plan. Pursuant to the revised ACO, MADEP now seeks an administrative penalty of \$60,000 to settle its claims regarding~~

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~~these four sites, but settlement discussions are underway. The 51 other sites mentioned in the original NOE are not presently the subject of a current NOE.~~

~~The South Coast Air Quality Management District (the "District") issued ten Notices of Violation ("NOVs") between March and October of 2002 relating to alleged violations at EMOC's Torrance, California refinery of District rules regarding above ground storage tanks. The primary rule at issue regulates fugitive emissions from above ground storage tanks of organic liquids through a compliance program requiring refineries to self inspect, repair and report tank integrity issues. Inspections and audits of the refinery by the District have resulted in the issuance of the NOVs, which allege deficiencies in the condition of tank seals/gaps, insufficient recordkeeping and untimely reporting. The NOVs do not specify the amount of penalties sought. However, the District has recently indicated it will seek penalties that may exceed \$100,000, and settlement discussions are underway.~~

~~On May 23, 2003, the Louisiana Department of Environmental Quality~~

~~("LDEQ") issued a Consolidated Compliance Order and Notice of Potential Penalty ("NOPP") in a proceeding captioned "In re: Chalmette Refining, LLC." The facility involved is a refinery in Chalmette, Louisiana that is operated and 50 percent owned by wholly owned subsidiaries of the corporation. The NOPP alleges non compliance with Louisiana's environmental laws and regulations, including unauthorized discharges of pollutants to the air or water and violations of related release reporting requirements, fugitive emissions and other monitoring irregularities, and the failure to adequately maintain and utilize certain pollution control devices. The facility owner has requested a hearing and is continuing to pursue discussions with the LDEQ to resolve these NOPP issues as well as issues raised in earlier NOPPs and other self reported potential compliance issues. The LDEQ has not made a demand for specific penalties.~~

~~Refer to the relevant portions of note 7 on pages 9 and 10 of this Quarterly Report on Form 10-Q for further information on legal proceedings.~~

~~Item 4. Submission of Matters to a Vote of Security Holders~~

~~At the annual meeting of shareholders on May 28, 2003, the following proposals were voted upon. Percentages are based on the total of the shares voted for and against.~~

~~Concerning Election of Directors~~

| Nominees | Votes | |
|-------------------------|---------------|-------------|
| | Cast For | Withheld |
| Michael J. Boskin | 5,455,679,135 | 97,953,681 |
| Donald V. Fites | 5,449,280,769 | 104,352,047 |
| James R. Houghton | 5,390,063,160 | 163,569,656 |
| William R. Howell | 5,379,571,509 | 174,061,307 |
| Helene L. Kaplan | 5,381,513,904 | 172,118,912 |
| Reatha Clark King | 5,388,487,175 | 165,145,641 |
| Philip E. Lippincott | 5,455,081,699 | 98,551,117 |
| Harry J. Longwell | 5,456,029,983 | 97,602,833 |
| Henry A. McKinnell, Jr. | 5,450,078,289 | 103,554,527 |
| Marilyn Carlson Nelson | 5,374,777,614 | 178,855,202 |
| Lee R. Raymond | 5,431,439,372 | 122,193,444 |
| Walter V. Shipley | 5,458,471,879 | 95,160,937 |

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~~Concerning Ratification of Independent Auditors~~

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 5,301,719,630 | 96.4% |
| Votes Cast Against: | 197,918,425 | 3.6% |
| Abstentions: | 53,994,761 | |
| Broker Non Votes: | 0 | |

~~Concerning Approval of 2003 Incentive Program~~

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 5,097,022,404 | 93.1% |
| Votes Cast Against: | 376,292,694 | 6.9% |
| Abstentions: | 80,317,718 | |
| Broker Non Votes: | 0 | |

~~Concerning Political Nonpartisanship~~

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 261,248,318 | 6.4% |
| Votes Cast Against: | 3,847,365,625 | 93.6% |
| Abstentions: | 298,429,094 | |
| Broker Non Votes: | 1,146,589,779 | |

~~Concerning Auditor Services~~

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 496,498,189 | 11.5% |
| Votes Cast Against: | 3,808,310,906 | 88.5% |
| Abstentions: | 102,306,474 | |
| Broker Non Votes: | 1,146,517,247 | |

~~Concerning Additional Board Nominees~~

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 176,660,436 | 4.1% |
| Votes Cast Against: | 4,124,737,701 | 95.9% |
| Abstentions: | 105,717,435 | |
| Broker Non Votes: | 1,146,517,244 | |

Concerning Non-employee Director Compensation

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 309,773,587 | 7.2% |
| Votes Cast Against: | 4,000,001,919 | 92.8% |
| Abstentions: | 97,340,067 | |
| Broker Non Votes: | 1,146,517,243 | |

Concerning Poison Pill

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 1,387,152,487 | 32.2% |
| Votes Cast Against: | 2,917,098,973 | 67.8% |
| Abstentions: | 102,864,108 | |
| Broker Non Votes: | 1,146,517,248 | |

Concerning Board Chairman and CEO

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 883,190,885 | 21.5% |
| Votes Cast Against: | 3,215,950,510 | 78.5% |
| Abstentions: | 307,974,475 | |
| Broker Non Votes: | 1,146,516,946 | |

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Concerning Report on Health in Africa

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 324,217,712 | 7.9% |
| Votes Cast Against: | 3,773,663,374 | 92.1% |
| Abstentions: | 309,234,527 | |
| Broker Non Votes: | 1,146,517,203 | |

Concerning Investment Program Report

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 289,356,215 | 7.2% |
| Votes Cast Against: | 3,745,455,855 | 92.8% |
| Abstentions: | 372,303,505 | |
| Broker Non Votes: | 1,146,517,241 | |

Concerning Human Rights Report

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 323,957,371 | 8.0% |
| Votes Cast Against: | 3,709,631,480 | 92.0% |
| Abstentions: | 373,526,723 | |
| Broker Non Votes: | 1,146,517,242 | |

Concerning Amendment of EEO Policy

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 1,118,365,426 | 27.3% |
| Votes Cast Against: | 2,981,006,546 | 72.7% |
| Abstentions: | 307,743,603 | |
| Broker Non Votes: | 1,146,517,241 | |

Concerning Climate Change Report

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 910,374,979 | 22.2% |
| Votes Cast Against: | 3,187,416,124 | 77.8% |
| Abstentions: | 309,324,474 | |
| Broker Non Votes: | 1,146,517,239 | |

Concerning Renewable Energy Report

| | | |
|---------------------|---------------|-------|
| Votes Cast For: | 870,170,718 | 21.3% |
| Votes Cast Against: | 3,223,227,762 | 78.7% |
| Abstentions: | 313,717,098 | |
| Broker Non Votes: | 1,146,517,238 | |

See also pages 4 through 8, the section entitled "Director Relationships" on

~~Item 6. Exhibits and Reports on Form 8-K~~

~~a) Exhibits~~

- ~~10(iii)(a) 2003 Incentive Program (incorporated by reference to Appendix B to the Proxy Statement of Exxon Mobil Corporation dated April 17, 2003).~~
- ~~31.1 Certification (pursuant to Securities Exchange Act Rule 13a 14(a)) by Chief Executive Officer.~~
- ~~31.2 Certification (pursuant to Securities Exchange Act Rule 13a 14(a)) by Principal Accounting Officer.~~
- ~~31.3 Certification (pursuant to Securities Exchange Act Rule 13a 14(a)) by Principal Financial Officer.~~
- ~~32.1 Section 1350 Certification (pursuant to Sarbanes Oxley Section 906) by Chief Executive Officer.~~
- ~~32.2 Section 1350 Certification (pursuant to Sarbanes Oxley Section 906) by Principal Accounting Officer.~~
- ~~32.3 Section 1350 Certification (pursuant to Sarbanes Oxley Section 906) by Principal Financial Officer.~~

~~b) Reports on Form 8-K~~

~~On May 1, 2003, the registrant filed a Current Report on Form 8-K furnishing under Item 9, and also pursuant to Item 12, its News Release, dated May 1, 2003, announcing first quarter results and the information in the related 1Q03 Investor Relations Data Summary.~~

~~On May 7, 2003, the registrant filed a Current Report on Form 8-K furnishing under Item 9, and also pursuant to Item 12, its 2002 Financial and Operating Review.~~

~~On July 31, 2003, the registrant filed a Current Report on Form 8-K furnishing under Item 9, and Item 12, its News Release, dated July 31, 2003, announcing second quarter results and the information in the related 2Q03 Investor Relations Data Summary.~~

~~Reports listed above as "furnished" under Item 9 and Item 12 are not deemed "filed" with the SEC and are not incorporated by reference herein or in any other SEC filings.~~

~~EXXON MOBIL CORPORATION~~

~~SIGNATURE~~

~~Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.~~

~~EXXON MOBIL CORPORATION~~

~~Date: August 13, 2003~~

~~By: /s/ DONALD D. HUMPHREYS~~

~~Name: Donald D. Humphreys
Title: Vice President, Controller and
Principal Accounting Officer~~

~~INDEX TO EXHIBITS~~

| Exhibit No. | Description |
|------------------------|---|
| 10(iii)(a) | 2003 Incentive Program (incorporated by reference to Appendix B to the Proxy Statement of Exxon Mobil Corporation dated April 17, 2003). |
| 31.1 | Certification (pursuant to Securities Exchange Act Rule 13a-14(a)) by Chief Executive Officer. |
| 31.2 | Certification (pursuant to Securities Exchange Act Rule 13a-14(a)) by Principal Accounting Officer. |
| 31.3 | Certification (pursuant to Securities Exchange Act Rule 13a-14(a)) by Principal Financial Officer. |
| 32.1 | Section 1350 Certification (pursuant to Sarbanes-Oxley Section 906) by Chief Executive Officer. |
| 32.2 | Section 1350 Certification (pursuant to Sarbanes-Oxley Section 906) by Principal Accounting Officer. |
| 32.3 | Section 1350 Certification (pursuant to Sarbanes-Oxley Section 906) by Principal Financial Officer. |

~~_____~~ Certification by Lee R. Raymond
~~_____~~ Pursuant to Securities Exchange Act Rule 13a-14(a)

~~I, Lee R. Raymond, certify that:~~

- ~~1. I have reviewed this quarterly report on Form 10-Q of Exxon Mobil Corporation;~~
- ~~2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;~~
- ~~3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;~~
- ~~4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
 - ~~(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;~~
 - ~~(b) [Paragraph omitted pursuant to SEC Release Nos. 33-8238 and 34-47986]~~
 - ~~(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and~~
 - ~~(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and~~~~
- ~~5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - ~~(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and~~
 - ~~(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.~~~~

~~Date: August 13, 2003~~

~~_____/s/Lee R. Raymond~~

~~_____
Lee R. Raymond
Chief Executive Officer~~

~~Certification by Donald D. Humphreys
Pursuant to Securities Exchange Act Rule 13a-14(a)~~

~~I, Donald D. Humphreys, certify that:~~

- ~~1. I have reviewed this quarterly report on Form 10-Q of Exxon Mobil Corporation;~~
- ~~2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;~~
- ~~3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;~~
- ~~4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
 - ~~(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;~~
 - ~~(b) [Paragraph omitted pursuant to SEC Release Nos. 33-8238 and 34-47986]~~
 - ~~(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and~~
 - ~~(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and~~~~
- ~~5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - ~~(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and~~
 - ~~(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.~~~~

~~Date: August 13, 2003~~

~~/s/ Donald D. Humphreys~~

~~Donald D. Humphreys
Vice President and Controller
(Principal Accounting Officer)~~

~~Certification by Frank A. Risch
Pursuant to Securities Exchange Act Rule 13a-14(a)~~

~~I, Frank A. Risch, certify that:~~

- ~~1. I have reviewed this quarterly report on Form 10-Q of Exxon Mobil Corporation;~~
- ~~2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;~~
- ~~3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;~~
- ~~4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
 - ~~(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;~~
 - ~~(b) [Paragraph omitted pursuant to SEC Release Nos. 33-8238 and 34-47986]~~
 - ~~(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and~~
 - ~~(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and~~~~
- ~~5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - ~~(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and~~
 - ~~(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.~~~~

~~Date: August 13, 2003~~

~~/s/ Frank A. Risch~~

~~Frank A. Risch
Vice President and Treasurer
(Principal Financial Officer)~~

~~Certification of Periodic Financial Report
Pursuant to 18 U.S.C. Section 1350~~

~~For purposes of 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes Oxley Act of 2002, the undersigned, Lee R. Raymond, the chief executive officer of Exxon Mobil Corporation (the "Company"), hereby certifies that, to his knowledge:~~

~~(i) the Quarterly Report on Form 10-Q of the Company for the quarter ended June 30, 2003, as filed with the Securities and Exchange Commission on the date hereof (the "Report") fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and~~

~~(ii) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.~~

~~Date: August 13, 2003~~

~~/s/ Lee R. Raymond~~

~~Lee R. Raymond~~

~~Chief Executive Officer~~

~~A signed original of this written statement required by Section 906 has been provided to Exxon Mobil Corporation and will be retained by Exxon Mobil Corporation and furnished to the Securities and Exchange Commission or its staff upon request.~~

~~Certification of Periodic Financial Report
Pursuant to 18 U.S.C. Section 1350~~

~~For purposes of 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes Oxley Act of 2002, the undersigned, Donald D. Humphreys, the principal accounting officer of Exxon Mobil Corporation (the "Company"), hereby certifies that, to his knowledge:~~

~~(i) the Quarterly Report on Form 10-Q of the Company for the quarter ended June 30, 2003, as filed with the Securities and Exchange Commission on the date hereof (the "Report") fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and~~

~~(ii) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.~~

~~Date: August 13, 2003~~

~~/s/ Donald D. Humphreys~~

~~Donald D. Humphreys
Vice President and Controller
(Principal Accounting Officer)~~

~~A signed original of this written statement required by Section 906 has been provided to Exxon Mobil Corporation and will be retained by Exxon Mobil Corporation and furnished to the Securities and Exchange Commission or its staff upon request.~~

~~Certification of Periodic Financial Report
Pursuant to 18 U.S.C. Section 1350~~

~~For purposes of 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned, Frank A. Risch, the principal financial officer of Exxon Mobil Corporation (the "Company"), hereby certifies that, to his knowledge:~~

- ~~(i) the Quarterly Report on Form 10-Q of the Company for the quarter ended June 30, 2003, as filed with the Securities and Exchange Commission on the date hereof (the "Report") fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and~~
- ~~(ii) the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.~~

~~Date: August 13, 2003~~

~~/s/ Frank A. Risch~~

~~Frank A. Risch
Vice President and Treasurer
(Principal Financial Officer)~~

~~A signed original of this written statement required by Section 906 has been provided to Exxon Mobil Corporation and will be retained by Exxon Mobil Corporation and furnished to the Securities and Exchange Commission or its staff upon request.~~