

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 March 31, 2006

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

(State or other jurisdiction of  
incorporation or organization)

13-5409005

(I.R.S. Employer  
Identification Number)

5959 Las Colinas Boulevard, Irving, Texas

(Address of principal executive offices)

75039-2298

(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  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer. See definition of "accelerate filer and large accelerated filer" in Rule 12b-2 of the Exchange Act.

Large accelerated filer  Accelerated filer  Non-accelerated filer

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

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

Class

Common stock, without par value

Outstanding as of March 31, 2006

6,050,323,935

EXXON MOBIL CORPORATION

FORM 10-Q

FOR THE QUARTERLY PERIOD ENDED MARCH 31, 2006

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**PART I. FINANCIAL INFORMATION**

**Item 1. Financial Statements**

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

	<b>Three Months Ended March 31,</b>	
	<u><b>2006</b></u>	<u><b>2005</b></u>
<b>REVENUES AND OTHER INCOME</b>		
Sales and other operating revenue (1) (2)	\$ 86,317	\$ 79,475
Income from equity affiliates	1,800	1,556
Other income	863	1,020
Total revenues and other income	<u>88,980</u>	<u>82,051</u>
<b>COSTS AND OTHER DEDUCTIONS</b>		
Crude oil and product purchases (2)	41,519	39,289
Production and manufacturing expenses	7,424	6,108
Selling, general and administrative expenses	3,466	3,451
Depreciation and depletion	2,644	2,553
Exploration expenses, including dry holes	282	173
Interest expense	165	56
Excise taxes (1)	7,664	7,238
Other taxes and duties	10,175	10,185
Income applicable to minority and preferred interests	182	95
Total costs and other deductions	<u>73,521</u>	<u>69,148</u>
<b>INCOME BEFORE INCOME TAXES</b>	15,459	12,903
Income taxes	7,059	5,043
<b>NET INCOME</b>	<u><b>\$ 8,400</b></u>	<u><b>\$ 7,860</b></u>
<b>NET INCOME PER COMMON SHARE</b> (dollars)	\$ 1.38	\$ 1.23
<b>NET INCOME PER COMMON SHARE - ASSUMING DILUTION</b> (dollars)	\$ 1.37	\$ 1.22
<b>DIVIDENDS PER COMMON SHARE</b> (dollars)	\$ 0.32	\$ 0.27
(1) Excise taxes included in sales and other operating revenue	\$ 7,664	\$ 7,238
(2) Amounts included in prior period sales and other operating revenue for purchases/sales contracts with the same counterparty. Associated costs are included in crude oil and product purchases. See accounting change note 2 on page 6.	\$ 0	\$ 7,160

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

	March 31, <u>2006</u>	Dec. 31, <u>2005</u>
<b>ASSETS</b>		
Current assets		
Cash and cash equivalents	\$ 31,945	\$ 28,671
Cash and cash equivalents - restricted (note 4)	4,604	4,604
Notes and accounts receivable - net	26,962	27,484
Inventories		
Crude oil, products and merchandise	10,048	7,852
Materials and supplies	1,536	1,469
Prepaid taxes and expenses	3,379	3,262
Total current assets	<u>78,474</u>	<u>73,342</u>
Property, plant and equipment - net	108,397	107,010
Investments and other assets	<u>29,131</u>	<u>27,983</u>
<b>TOTAL ASSETS</b>	<b><u>\$ 216,002</u></b>	<b><u>\$ 208,335</u></b>
<b>LIABILITIES</b>		
Current liabilities		
Notes and loans payable	\$ 1,739	\$ 1,771
Accounts payable and accrued liabilities	39,019	36,120
Income taxes payable	10,676	8,416
Total current liabilities	<u>51,434</u>	<u>46,307</u>
Long-term debt	6,255	6,220
Deferred income tax liabilities	21,895	20,878
Other long-term liabilities	<u>23,955</u>	<u>23,744</u>
<b>TOTAL LIABILITIES</b>	<b><u>103,539</u></b>	<b><u>97,149</u></b>
Commitments and contingencies (note 4)		
<b>SHAREHOLDERS' EQUITY</b>		
Common stock, without par value:		
Authorized: 9,000 million shares		
Issued: 8,019 million shares	4,397	4,477
Earnings reinvested	169,778	163,335
Accumulated other nonowner changes in equity		
Cumulative foreign exchange translation adjustment	1,393	979
Minimum pension liability adjustment	(2,275)	(2,258)
Common stock held in treasury:		
1,969 million shares at March 31, 2006	(60,830)	
1,886 million shares at December 31, 2005		(55,347)
<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b><u>112,463</u></b>	<b><u>111,186</u></b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b><u>\$ 216,002</u></b>	<b><u>\$ 208,335</u></b>

The number of shares of common stock issued and outstanding at March 31, 2006 and December 31, 2005 were 6,050,323,935 and 6,132,998,174, respectively.

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

	Three Months Ended March 31,	
	2006	2005
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income	\$ 8,400	\$ 7,860
Depreciation and depletion	2,644	2,553
Changes in operational working capital, excluding cash and debt	3,257	3,549
All other items - net	330	(994)
Net cash provided by operating activities	14,631	12,968
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Additions to property, plant and equipment	(3,730)	(2,713)
Sales of subsidiaries, investments, and property, plant and equipment	394	1,797
Other investing activities - net	(167)	(170)
Net cash used in investing activities	(3,503)	(1,086)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Additions to long-term debt	13	0
Reductions in long-term debt	(7)	(6)
Additions/(reductions) in short-term debt - net	(61)	15
Cash dividends to ExxonMobil shareholders	(1,957)	(1,728)
Cash dividends to minority interests	(81)	(94)
Changes in minority interests and sales/(purchases) of affiliate stock	(145)	(103)
Net ExxonMobil shares acquired	(5,764)	(3,087)
Net cash used in financing activities	(8,002)	(5,003)
Effects of exchange rate changes on cash	148	(245)
Increase/(decrease) in cash and cash equivalents	3,274	6,634
Cash and cash equivalents at beginning of period	28,671	18,531
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>\$ 31,945</b>	<b>\$ 25,165</b>
<b>SUPPLEMENTAL DISCLOSURES</b>		
Income taxes paid	\$ 4,088	\$ 3,820
Cash interest paid	\$ 108	\$ 66

## NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

**1. Basis of Financial Statement Preparation**

These unaudited condensed consolidated financial statements should be read in the context of the consolidated financial statements and notes thereto filed with the Securities and Exchange Commission in the Corporation's 2005 Annual Report on Form 10-K. In the opinion of the Corporation, the information furnished herein reflects all known accruals and adjustments necessary for a fair statement of the results for the periods reported herein. All such adjustments are of a normal recurring nature. The Corporation's exploration and production activities are accounted for under the "successful efforts" method. Certain reclassifications to the prior period have been made to conform to the 2006 presentation.

**2. Accounting Change for Purchases/Sales Contracts**

Effective January 1, 2006, the Corporation adopted the Emerging Issues Task Force (EITF) consensus on Issue No. 04-13, "Accounting for Purchases and Sales of Inventory with the Same Counterparty." The EITF concluded that purchases and sales of inventory with the same counterparty that are entered into in contemplation of one another should be combined and recorded as exchanges measured at the book value of the item sold. In prior periods, the Corporation recorded certain crude oil, natural gas, petroleum product and chemical sales and purchases contemporaneously negotiated with the same counterparty as revenues and purchases. As a result of the EITF consensus, the Corporation's accounts "Sales and other operating revenue" and "Crude oil and product purchases" on the income statement were reduced by associated amounts with no impact on net income. All operating segments are affected by this change, with the largest impact in the Downstream.

**3. Accounting Change for Share-based Payments**

Effective January 1, 2006, the Corporation adopted the Financial Accounting Standards Board's revised Statement of Financial Accounting Standards No. 123 (FAS 123R), "Share-based Payment." FAS 123R requires compensation costs related to share-based payments to be recognized in the income statement over the requisite service period. The amount of the compensation cost is to be measured based on the grant-date fair value of the instrument issued. FAS 123R is effective for awards granted or modified after the date of adoption and for awards granted prior to that date that have not vested. In 2003, the Corporation adopted a policy of expensing all share-based payments that is consistent with the provisions of FAS 123R, and all prior years outstanding stock option awards have vested. FAS 123R will therefore not materially change the Corporation's existing accounting practices or the amount of share-based compensation recognized in earnings.

The cumulative compensation expense associated with share-based payments made in 2005, 2004 and 2003 has been recognized in the income statement using the "nominal vesting period approach." The full cost of awards given to employees who have retired before the end of the vesting period has been expensed. The use of a "non-substantive vesting period approach" based on the retirement eligibility age is not significantly different from the nominal vesting period approach. The non-substantive vesting period approach is applicable to grants made after the adoption of FAS 123R.

## Incentive Program

The 2003 Incentive Program provides for grants of stock options, stock appreciation rights (SARs), restricted stock and other forms of award. Awards may be granted to eligible employees of the Corporation and those affiliates at least 50 percent owned. The maximum number of shares of stock that may be issued under the 2003 Incentive Program is 220 million. Awards that are forfeited or expire, or are settled in cash, do not count against this maximum limit. The 2003 Incentive Program does not have a specified term. New awards may be made until the available shares are depleted, unless the Board terminates the plan early. Outstanding awards are subject to certain forfeiture provisions contained in the program or award instrument.

As under earlier programs, options and SARs may be granted at prices not less than 100 percent of market value on the date of grant and have a maximum life of 10 years. Most of the options and SARs normally first become exercisable one year following the date of grant. All remaining stock options and SARs outstanding were granted prior to 2002.

Restricted stock awards have been granted in the fourth quarter and the restricted shares were issued in the following first quarter. These shares are issued to employees from treasury stock. The units that are settled in cash are recorded as liabilities and their changes in fair value are recognized over the vesting period. During the applicable restricted periods, the shares may not be sold or transferred and are subject to forfeiture. The majority of the awards have graded vesting periods, with 50 percent of the shares in each award vesting after three years and the remaining 50 percent vesting after seven years. A small number of awards granted to certain senior executives have vesting periods of five years for 50 percent of the award and of ten years or retirement, whichever ever occurs later, for the remaining 50 percent of the award.

The Corporation has purchased shares in the open market and through negotiated transactions to offset shares issued in conjunction with benefit plans and programs. Purchases may be discontinued at any time without prior notice.

In 2002, the Corporation began issuing restricted stock as share-based compensation in lieu of stock options. Compensation expense for these awards is based on the price of the stock at the date of grant and has been recognized in income over the requisite service period, which is the same method of accounting as under FAS 123R. Prior to 2002, the Corporation issued stock options as share-based compensation, and since these awards vested prior to the effective date of FAS 123R, they continue to be accounted for by the method prescribed in APB 25, "Accounting for Stock Issued to Employees." Under this method, compensation expense for awards granted in the form of stock options is measured at the intrinsic value of the options (the difference between the market price of the stock and the exercise price of the options) on the date of grant. Since these two prices are the same on the date of grant, no compensation expense has been recognized in income for these awards.

## Restricted stock and restricted units

The following table summarizes information about restricted stock and restricted stock units, including those shares from former Mobil plans, for the three months ended March 31, 2006.

Restricted stock/units:	<u>Shares</u> (thousands)	Weighted Average Grant-Date Fair Value <u>per Share</u>
Issued and outstanding at December 31, 2005	29,530	\$41.52
2005 award issued in 2006	11,064	\$58.43
Vested	-	
Forfeited	<u>(22)</u>	\$44.09
Issued and outstanding at March 31, 2006	<u>40,572</u>	\$46.13

As of March 31, 2006, there was \$1,158 million of unrecognized compensation cost related to the nonvested restricted awards. This cost is expected to be recognized over a weighted-average period of 4.6 years. The compensation cost charged against income for the restricted stock and restricted units was \$194 million and \$82 million for the three months ended March 31, 2006, and 2005, respectively. The total income tax benefit recognized in income related to this compensation expense was \$35 million and \$13 million for the same periods, respectively.

## Stock options

The following table summarizes information about stock options, including those shares from former Mobil plans, for the three months ended March 31, 2006.

Stock options:	<u>Shares</u> (thousands)	Average Exercise Price <u>per Share</u>	Weighted Average Remaining Contractual <u>Term</u>
Outstanding at December 31, 2005	147,774	\$37.11	
Exercised	(7,129)	\$28.10	
Expired/canceled	<u>(33)</u>	\$26.70	
Outstanding at March 31, 2006	<u>140,612</u>	\$37.57	3.7 years
Exercisable at March 31, 2006	140,612	\$37.57	3.7 years

No compensation expense was recognized for stock options in the three months ended March 31, 2006, and 2005, as all remaining outstanding stock options were granted prior to 2002 and are fully vested. No income tax benefit was recognized in income during the quarter related to stock options. Cash received from stock option exercises for the three months ended March 31, 2006, was \$200 million. The estimated cash tax benefit to be realized for the options exercised in the three months ended March 31, 2006, is \$70 million. The aggregate intrinsic value of stock options exercised in the three months ended March 31, 2006, was \$230 million and for the balance of outstanding stock options was \$3,276 million.



## 4. Litigation and Other Contingencies

### Litigation

A variety of claims have been made against ExxonMobil and certain of its consolidated subsidiaries in a number of pending lawsuits and tax disputes. The Corporation accrues an undiscounted liability for those contingencies where the incurrence of a loss is probable and the amount can be reasonably estimated. The Corporation does not record liabilities when the likelihood that the liability has been incurred is probable but the amount cannot be reasonably estimated, or when the liability is believed to be only reasonably possible or remote. ExxonMobil will continue to defend itself vigorously in these matters. Based on a consideration of all relevant facts and circumstances, the Corporation does not believe the ultimate outcome of any currently pending lawsuit against ExxonMobil will have a materially adverse effect upon the Corporation's operations or financial condition.

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 compensatory claims have been resolved and paid. All of the punitive damage claims were consolidated in the civil trial that began in 1994. The first judgment from the United States District Court for the District of Alaska in the amount of \$5 billion was vacated by the United States Court of Appeals for the Ninth Circuit as being excessive under the Constitution. The second judgment in the amount of \$4 billion was vacated by the Ninth Circuit panel without argument and sent back for the District Court to reconsider in light of the recent U.S. Supreme Court decision in *Campbell v. State Farm*. The most recent District Court judgment for punitive damages was for \$4.5 billion plus interest and was entered in January 2004. ExxonMobil and the plaintiffs have appealed this decision to the Ninth Circuit. The Corporation has posted a \$5.4 billion letter of credit. Oral arguments were held before the Ninth Circuit on January 27, 2006. Management believes that the likelihood of the judgment being upheld is remote. While it is reasonably possible that a liability may have been incurred from the Exxon Valdez grounding, it is not possible to predict the ultimate outcome or to reasonably estimate any such potential liability.

In December 2000, a jury in the 15th Judicial Circuit Court of Montgomery County, Alabama, returned a verdict against the Corporation in a dispute over royalties in the amount of \$88 million in compensatory damages and \$3.4 billion in punitive damages in the case of *Exxon Corporation v. State of Alabama, et al.* The verdict was upheld by the trial court in May 2001. In December 2002, the Alabama Supreme Court vacated the \$3.5 billion jury verdict. The case was retried and in November 2003, a state district court jury in Montgomery, Alabama, returned a verdict against Exxon Mobil Corporation. The verdict included \$63.5 million in compensatory damages and \$11.8 billion in punitive damages. In March 2004, the district court judge reduced the amount of punitive damages to \$3.5 billion. ExxonMobil believes the judgment is not justified by the evidence, that any punitive damage award is not justified by either the facts or the law, and that the amount of the award is grossly excessive and unconstitutional. ExxonMobil has appealed the decision to the Alabama Supreme Court. Management believes that the likelihood of the judgment being upheld is remote. While it is reasonably possible that a liability may have been incurred by ExxonMobil from this dispute over royalties, it is not possible to predict the ultimate outcome or to reasonably estimate any such potential liability. In May 2004, the Corporation posted a \$4.5 billion supersedeas bond as required by Alabama law to stay execution of the judgment pending appeal. The Corporation has pledged to the issuer of the bond collateral consisting of cash and short-term, high-quality securities with an aggregate value of approximately \$4.6 billion. This collateral is reported as restricted cash and cash equivalents on the Consolidated Balance Sheet. Under the terms of the pledge agreement, the Corporation is entitled to receive the income generated from the cash and securities and to make investment decisions, but is restricted from using the pledged cash and securities for any other purpose until such time the bond is canceled.

In 2001, a Louisiana state court jury awarded compensatory damages of \$56 million and punitive damages of \$1 billion to a landowner for damage caused by a third party that leased the property from the landowner. The third party provided pipe cleaning and storage services for the Corporation and other entities. The Louisiana Fourth Circuit Court of Appeals reduced the punitive damage award to \$112 million in 2005. The Corporation appealed this decision to the Louisiana Supreme Court which, in March 2006, refused to hear the appeal. ExxonMobil has paid the compensatory damage award and is preparing to appeal the punitive damage award to the U.S. Supreme Court. The Corporation is seeking to stay payment of the punitive damage award pending the outcome of its appeal. The Corporation has fully accrued for this potential liability.

In *Allapattah v. Exxon*, a jury in the United States District Court for the Southern District of Florida determined in 2001 that a class of Exxon dealers between March 1983 and August 1994 had been overcharged for gasoline. In June 2003, the Eleventh Circuit Court of Appeals affirmed the judgment and in March 2004, denied a petition for Rehearing En Banc. In October 2004, the U.S. Supreme Court granted review as to whether the class in the District Court judgment should include members that individually do not satisfy the \$50,000 minimum amount-in-controversy requirement in federal court. In light of the Supreme Court's decision to grant review of only part of ExxonMobil's appeal, the Corporation took an after-tax charge of \$550 million in the third quarter of 2004 reflecting the estimated liability, after considering potential set-offs and defenses for the claims under review by the Supreme Court. In June 2005, the Supreme Court granted the District Court the right to hear the claims of all class members and the Corporation took an after-tax charge of \$200 million. The District Court has given final approval of a settlement of \$1,075 million, pre-tax, which will be paid in May. This obligation has been fully accrued.

Tax issues for 1986 to 1993 remain pending before the U.S. 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.

### Other Contingencies

	As of March 31, 2006		
	Equity Company <u>Obligations</u>	Other Third Party <u>Obligations</u>	<u>Total</u>
	(millions of dollars)		
Total guarantees	\$ 4,008	\$ 246	\$ 4,254

The Corporation and certain of its consolidated subsidiaries were contingently liable at March 31, 2006, for \$4,254 million, primarily relating to ExxonMobil's guarantees of obligations of equity companies for notes, loans and other liabilities.

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 March 31, 2006 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.

## 5. Nonowner Changes in Shareholders' Equity

	Three Months Ended March 31,	
	<u>2006</u>	<u>2005</u>
	(millions of dollars)	
Net income	\$ 8,400	\$ 7,860
Changes in other nonowner changes in equity		
Foreign exchange translation adjustment	414	(899)
Minimum pension liability adjustment	(17)	0
Reclassification adjustment for gain on sale of stock investment included in net income	0	(428)
Total nonowner changes in shareholders' equity	<u>\$ 8,797</u>	<u>\$ 6,533</u>

## 6. Earnings Per Share

	Three Months Ended March 31,	
	<u>2006</u>	<u>2005</u>
<b>NET INCOME PER COMMON SHARE</b>		
Net income (millions of dollars)	\$ 8,400	\$ 7,860
Weighted average number of common shares outstanding (millions of shares)	6,068	6,365
Net income per common share (dollars)	\$ 1.38	\$ 1.23
<b>NET INCOME PER COMMON SHARE - ASSUMING DILUTION</b>		
Net income (millions of dollars)	\$ 8,400	\$ 7,860
Weighted average number of common shares outstanding (millions of shares)	6,068	6,365
Effect of employee stock-based awards	58	56
Weighted average number of common shares outstanding - assuming dilution	<u>6,126</u>	<u>6,421</u>
Net income per common share - assuming dilution (dollars)	\$ 1.37	\$ 1.22

## 7. Annuity Benefits and Other Postretirement Benefits

	Three Months Ended	
	March 31,	
	<u>2006</u>	<u>2005</u>
	(millions of dollars)	
<b>Annuity Benefits - U.S.</b>		
Components of net benefit cost		
Service cost	\$ 85	\$ 82
Interest cost	159	151
Expected return on plan assets	(157)	(155)
Amortization of actuarial loss/(gain) and prior service cost	69	68
Net pension enhancement and curtailment/settlement expense	39	30
Net benefit cost	<u>\$ 195</u>	<u>\$ 176</u>
<b>Annuity Benefits - Non-U.S.</b>		
Components of net benefit cost		
Service cost	\$ 103	\$ 93
Interest cost	215	213
Expected return on plan assets	(237)	(202)
Amortization of actuarial loss/(gain) and prior service cost	126	106
Net pension enhancement and curtailment/settlement expense	1	0
Net benefit cost	<u>\$ 208</u>	<u>\$ 210</u>
<b>Other Postretirement Benefits</b>		
Components of net benefit cost		
Service cost	\$ 18	\$ 16
Interest cost	77	74
Expected return on plan assets	(10)	(9)
Amortization of actuarial loss/(gain) and prior service cost	53	49
Net benefit cost	<u>\$ 138</u>	<u>\$ 130</u>

## 8. Disclosures about Segments and Related Information

	Three Months Ended	
	March 31,	
	<u>2006</u>	<u>2005</u>
	(millions of dollars)	
<b>EARNINGS AFTER INCOME TAX</b>		
Upstream		
United States	\$ 1,280	\$ 1,353
Non-U.S.	5,103	3,701
Downstream		
United States	679	645
Non-U.S.	592	808
Chemical		
United States	329	492
Non-U.S.	620	940
All other	(203)	(79)
Corporate total	<u>\$ 8,400</u>	<u>\$ 7,860</u>

### SALES AND OTHER OPERATING REVENUE (1) (2)

Upstream		
United States	\$ 1,777	\$ 1,536
Non-U.S.	7,539	4,972
Downstream		
United States	21,128	19,313
Non-U.S.	47,704	45,489
Chemical		
United States	3,225	3,155
Non-U.S.	4,940	5,006
All other	4	4
Corporate total	<u>\$ 86,317</u>	<u>\$ 79,475</u>

(1) Includes excise taxes

(2) Prior year period includes amounts in sales and other operating revenue for purchases/sales contracts with the same counterparty. See accounting change note 2 on page 6.

### INTERSEGMENT REVENUE

Upstream		
United States	\$ 1,854	\$ 1,807
Non-U.S.	8,874	6,340
Downstream		
United States	2,782	2,080
Non-U.S.	10,983	8,727
Chemical		
United States	1,823	1,405
Non-U.S.	1,582	1,289
All other	68	72

## 9. Condensed Consolidating Financial Information Related to Guaranteed Securities Issued by Subsidiaries

Exxon Mobil Corporation has fully and unconditionally guaranteed the 6.125% notes due 2008 (\$160 million of long-term debt at March 31, 2006) of Exxon Capital Corporation and the deferred interest debentures due 2012 (\$1,431 million long-term) and the debt securities due 2006-2011 (\$65 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 Mobil Corporation Parent Guarantor	Exxon Capital Corporation	SeaRiver Maritime Financial Holdings Inc.	All Other Subsidiaries	Consolidating and Eliminating Adjustments	Consolidated
	<i>(millions of dollars)</i>					
<b>Condensed consolidated statement of income for three months ended March 31, 2006</b>						
<b>Revenues and other income</b>						
Sales and other operating revenue, including excise taxes	\$ 4,221	\$ -	\$ -	\$ 82,096	\$ -	\$ 86,317
Income from equity affiliates	8,443	-	9	1,797	(8,449)	1,800
Other income	191	-	-	672	-	863
Intercompany revenue	8,769	16	20	77,787	(86,592)	-
Total revenues and other income	<u>21,624</u>	<u>16</u>	<u>29</u>	<u>162,352</u>	<u>(95,041)</u>	<u>88,980</u>
<b>Costs and other deductions</b>						
Crude oil and product purchases	8,454	-	-	114,897	(81,832)	41,519
Production and manufacturing expenses	2,037	1	-	6,615	(1,229)	7,424
Selling, general and administrative expenses	686	-	-	2,920	(140)	3,466
Depreciation and depletion	311	1	-	2,332	-	2,644
Exploration expenses, including dry holes	106	-	-	176	-	282
Interest expense	993	4	45	2,517	(3,394)	165
Excise taxes	-	-	-	7,664	-	7,664
Other taxes and duties	6	-	-	10,169	-	10,175
Income applicable to minority and preferred interests	-	-	-	182	-	182
Total costs and other deductions	<u>12,593</u>	<u>6</u>	<u>45</u>	<u>147,472</u>	<u>(86,595)</u>	<u>73,521</u>
Income before income taxes	9,031	10	(16)	14,880	(8,446)	15,459
Income taxes	631	4	(9)	6,433	-	7,059
Net income	<u>\$ 8,400</u>	<u>\$ 6</u>	<u>\$ (7)</u>	<u>\$ 8,447</u>	<u>\$ (8,446)</u>	<u>\$ 8,400</u>

	Exxon Mobil Corporation Parent Guarantor	Exxon Capital Corporation	SeaRiver Maritime Financial Holdings Inc.	All Other Subsidiaries	Consolidating and Eliminating Adjustments	Consolidated
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(millions of dollars)

Condensed consolidated statement of income for three months ended March 31, 2005

Revenues and other income						
Sales and other operating revenue, including excise taxes	\$ 3,980	\$ -	\$ -	\$ 75,495	\$ -	\$ 79,475
Income from equity affiliates	7,050	-	3	1,556	(7,053)	1,556
Other income	130	-	-	890	-	1,020
Intercompany revenue	6,857	11	10	59,340	(66,218)	-
Total revenues and other income	<u>18,017</u>	<u>11</u>	<u>13</u>	<u>137,281</u>	<u>(73,271)</u>	<u>82,051</u>
Costs and other deductions						
Crude oil and product purchases	6,578	-	-	95,621	(62,910)	39,289
Production and manufacturing expenses	1,633	-	-	5,762	(1,287)	6,108
Selling, general and administrative expenses	557	-	-	3,000	(106)	3,451
Depreciation and depletion	331	1	-	2,221	-	2,553
Exploration expenses, including dry holes	28	-	-	145	-	173
Interest expense	407	4	39	1,553	(1,947)	56
Excise taxes	-	-	-	7,238	-	7,238
Other taxes and duties	5	-	-	10,180	-	10,185
Income applicable to minority and preferred interests	-	-	-	95	-	95
Total costs and other deductions	<u>9,539</u>	<u>5</u>	<u>39</u>	<u>125,815</u>	<u>(66,250)</u>	<u>69,148</u>
Income before income taxes	8,478	6	(26)	11,466	(7,021)	12,903
Income taxes	618	2	(10)	4,433	-	5,043
Net income	<u>\$ 7,860</u>	<u>\$ 4</u>	<u>\$ (16)</u>	<u>\$ 7,033</u>	<u>\$ (7,021)</u>	<u>\$ 7,860</u>





	Exxon Mobil Corporation Parent Guarantor	Exxon Capital Corporation	SeaRiver Maritime Financial Holdings Inc.	All Other Subsidiaries	Consolidating and Eliminating Adjustments	Consolidated
	(millions of dollars)					
<b>Condensed consolidated statement of cash flows for three months ended March 31, 2006</b>						
Cash provided by/(used in) operating activities	\$ 2,387	\$ 18	\$ 15	\$ 12,979	\$ (768)	\$ 14,631
Cash flows from investing activities						
Additions to property, plant and equipment	(340)	-	-	(3,390)	-	(3,730)
Sales of long-term assets	18	-	-	376	-	394
Net intercompany investing	2,847	(22)	(16)	(2,874)	65	-
All other investing, net	-	-	-	(167)	-	(167)
Net cash provided by/(used in) investing activities	2,525	(22)	(16)	(6,055)	65	(3,503)
Cash flows from financing activities						
Additions to long-term debt	-	-	-	13	-	13
Reductions in long-term debt	-	-	-	(7)	-	(7)
Additions/(reductions) in short-term debt - net	(163)	-	-	102	-	(61)
Cash dividends	(1,957)	-	-	(768)	768	(1,957)
Net ExxonMobil shares sold/(acquired)	(5,764)	-	-	-	-	(5,764)
Net intercompany financing activity	-	4	1	60	(65)	-
All other financing, net	-	-	-	(226)	-	(226)
Net cash provided by/(used in) financing activities	(7,884)	4	1	(826)	703	(8,002)
Effects of exchange rate changes on cash	-	-	-	148	-	148
Increase/(decrease) in cash and cash equivalents	\$ (2,972)	\$ -	\$ -	\$ 6,246	\$ -	\$ 3,274

<b>Condensed consolidated statement of cash flows for three months ended March 31, 2005</b>						
Cash provided by/(used in) operating activities	\$ 1,342	\$ 4	\$ 7	\$ 11,913	\$ (298)	\$ 12,968
Cash flows from investing activities						
Additions to property, plant and equipment	(278)	-	-	(2,435)	-	(2,713)
Sales of long-term assets	24	-	-	1,773	-	1,797
Net intercompany investing	4,705	68	13	(4,719)	(67)	-
All other investing, net	-	-	-	(170)	-	(170)
Net cash provided by/(used in) investing activities	4,451	68	13	(5,551)	(67)	(1,086)
Cash flows from financing activities						
Additions to long-term debt	-	-	-	-	-	-
Reductions in long-term debt	-	-	-	(6)	-	(6)
Additions/(reductions) in short-term debt - net	-	-	-	15	-	15
Cash dividends	(1,728)	-	-	(298)	298	(1,728)
Net ExxonMobil shares sold/(acquired)	(3,087)	-	-	-	-	(3,087)
Net intercompany financing activity	-	(76)	(20)	29	67	-
All other financing, net	-	-	-	(197)	-	(197)
Net cash provided by/(used in) financing activities	(4,815)	(76)	(20)	(457)	365	(5,003)
Effects of exchange rate changes on cash	-	-	-	(245)	-	(245)
Increase/(decrease) in cash and cash equivalents	\$ 978	\$ (4)	\$ -	\$ 5,660	\$ -	\$ 6,634

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

**FUNCTIONAL EARNINGS SUMMARY**

	<u>First Three Months</u>	
	<u>2006</u>	<u>2005</u>
	(millions of dollars)	
<b><u>Net Income (U.S. GAAP)</u></b>		
Upstream		
United States	\$ 1,280	\$ 1,353
Non-U.S.	5,103	3,701
Downstream		
United States	679	645
Non-U.S.	592	808
Chemical		
United States	329	492
Non-U.S.	620	940
Corporate and financing	(203)	(79)
<b>Net Income (U.S. GAAP)</b>	<b><u>\$ 8,400</u></b>	<b><u>\$ 7,860</u></b>
Net income per common share (dollars)	\$ 1.38	\$ 1.23
Net income per common share - assuming dilution (dollars)	\$ 1.37	\$ 1.22
<u>Special items included in net income</u>		
Non-U.S. Downstream		
Sale of Sinopec shares	\$ 0	\$ 310
Non-U.S. Chemical		
Sale of Sinopec shares	\$ 0	\$ 150

**REVIEW OF FIRST QUARTER 2006 RESULTS**

Exxon Mobil Corporation reported first quarter 2006 net income of \$8,400 million (\$1.37 per share), an increase of \$540 million from the first quarter of 2005. Higher crude oil and natural gas realizations and improved marketing margins were partly offset by lower chemical margins and litigation and tax items. First quarter 2005 net income included a \$460 million gain from the sale of ExxonMobil's interest in Sinopec.

	<u>First Three Months</u>	
	<u>2006</u>	<u>2005</u>
	(millions of dollars)	
<b><u>Upstream earnings</u></b>		
United States	\$ 1,280	\$ 1,353
Non-U.S.	5,103	3,701
Total	<b><u>\$ 6,383</u></b>	<b><u>\$ 5,054</u></b>

Upstream earnings were \$6,383 million, up \$1,329 million from the first quarter of 2005. On an oil-equivalent basis, production increased by 5 percent from the first quarter of 2005. Excluding the impact of divestments and entitlements, production increased 7 percent.

Liquids production of 2,696 kbd (thousands of barrels per day) was 152 kbd higher. Higher production from projects in West Africa and increased volumes in Abu Dhabi were partly offset by mature field decline, and the impact of entitlements and divestments. Excluding entitlement and divestment effects, liquids production increased by 10 percent.

First quarter natural gas production was 11,199 mcf (millions of cubic feet per day) compared with 10,785 mcf last year. Higher volumes from projects in Qatar and increased European demand were partly offset by the impact of mature field decline.

Earnings from U.S. Upstream operations were \$1,280 million, \$73 million lower than the first quarter of 2005. The combination of a litigation item and higher tax expenses reduced results by over 4 cents per share. Non-U.S. Upstream earnings were \$5,103 million, up \$1,402 million from 2005. Higher realizations were partly offset by negative foreign exchange impacts.

	<b>First Three Months</b>	
	<b><u>2006</u></b>	<b><u>2005</u></b>
	(millions of dollars)	
<b><u>Downstream earnings</u></b>		
United States	\$ 679	\$ 645
Non-U.S.	592	808
Total	<b><u>\$ 1,271</u></b>	<b><u>\$ 1,453</u></b>
<b><u>Special items included in net income</u></b>		
Non-U.S. Downstream		
Sale of Sinopec shares	\$ 0	\$ 310

Downstream earnings of \$1,271 million increased due to higher marketing margins, improved refining operations and positive foreign exchange effects, offset by the absence of the \$310 million Sinopec gain in the first quarter of 2005. Petroleum product sales were 7,865 kbd, 364 kbd lower than last year's first quarter, primarily due to lower refining throughput and divestments.

U.S. Downstream earnings were \$679 million, up \$34 million. Non-U.S. Downstream earnings of \$592 million increased \$94 million, after the absence of the \$310 million Sinopec gain in the first quarter of 2005.

	<b>First Three Months</b>	
	<b><u>2006</u></b>	<b><u>2005</u></b>
	(millions of dollars)	
<b><u>Chemical earnings</u></b>		
United States	\$ 329	\$ 492
Non-U.S.	620	940
Total	<b><u>\$ 949</u></b>	<b><u>\$ 1,432</u></b>
<b><u>Special items included in net income</u></b>		
Non-U.S. Chemical		
Sale of Sinopec shares	\$ 0	\$ 150

Chemical earnings of \$949 million were down from the record quarter a year ago primarily due to reduced margins and \$150 million from the absence of the Sinopec gain. Prime product sales of 6,916 kt (thousands of metric tons) were down 22 kt from last year's first quarter.

	<b>First Three Months</b>	
	<b><u>2006</u></b>	<b><u>2005</u></b>
	(millions of dollars)	
<b><u>All other segments earnings</u></b>		
Corporate and financing	\$ (203)	\$ (79)

Corporate and financing expenses were \$203 million, up \$124 million mainly due to tax items.

## LIQUIDITY AND CAPITAL RESOURCES

	<u>First Three Months</u>	
	<u>2006</u>	<u>2005</u>
	(millions of dollars)	
Net cash provided by/(used in)		
Operating activities	\$ 14,631	\$ 12,968
Investing activities	(3,503)	(1,086)
Financing activities	(8,002)	(5,003)
Effect of exchange rate changes	148	(245)
Increase/(decrease) in cash and cash equivalents	<u>\$ 3,274</u>	<u>\$ 6,634</u>
Cash and cash equivalents	\$ 31,945	\$ 25,165
Cash and cash equivalents - restricted (note 4)	4,604	4,604
Total cash and cash equivalents (at end of period)	<u>\$ 36,549</u>	<u>\$ 29,769</u>
Cash flow from operations and asset sales		
Net cash provided by operating activities (U.S. GAAP)	\$ 14,631	\$ 12,968
Sales of subsidiaries, investments and property, plant and equipment	394	1,797
Cash flow from operations and asset sales	<u>\$ 15,025</u>	<u>\$ 14,765</u>

*Because of the ongoing nature of our asset management and divestment program, we believe it is useful for investors to consider asset sales proceeds together with cash provided by operating activities when evaluating cash available for investment in the business and financing activities.*

Total cash and cash equivalents, including the \$4.6 billion of restricted cash, was \$36.5 billion at the end of the first quarter of 2006.

Cash provided by operating activities totaled \$14,631 million for the first three months of 2006 and increased \$1,663 million. Major sources of funds were net income of \$8,400 million and non-cash provisions of \$2,644 million for depreciation and depletion. For additional details, see the Condensed Consolidated Statement of Cash Flows on page 5.

Investing activities for the first three months of 2006 used net cash of \$3,503 million compared to \$1,086 million in the prior year. Spending for additions to property, plant and equipment increased \$1,017 million to \$3,730 million. Proceeds from asset divestments were \$1,403 million lower in 2006 reflecting the absence of the sale of the Corporation's interest in Sinopec in 2005.

Cash flow from operations and asset sales in the first three months of 2006 of \$15.0 billion, including asset sales of \$0.4 billion, increased from 2005 as higher cash from operating activities more than offset the lower proceeds from asset sales.

Net cash used in financing activities of \$8,002 million in the first three months of 2006 compared to \$5,003 million in the 2005 period reflecting a higher level of purchases of shares of ExxonMobil stock.

During the first quarter of 2006, Exxon Mobil Corporation purchased 99 million shares of its common stock for the treasury at a gross cost of \$6.0 billion. These purchases included \$5.0 billion to reduce the number of shares outstanding and the balance to offset shares issued in conjunction with the company benefits plans and programs. As a consequence of the continued strengthening of our financial position, the Corporation intends to increase share purchases to \$6.0 billion to reduce shares outstanding in the second quarter. Shares outstanding were reduced from 6,133 million at the end of the fourth quarter to 6,050 million at the end of the first quarter. 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.

The Corporation distributed a total of \$7.0 billion to shareholders in the first quarter through dividends of \$2.0 billion and share purchases to reduce shares outstanding of \$5.0 billion, an increase of 67 percent versus the first quarter of 2005.

Total debt of \$8.0 billion at March 31, 2006 was comparable to year-end 2005. The Corporation's debt to total capital ratio was 6.4 percent at the end of the first quarter of 2006, comparable to year-end 2005.

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.

Litigation and other contingencies are discussed in note 4 to the unaudited condensed consolidated financial statements.

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

	<b>First Three Months</b>	
	<b><u>2006</u></b>	<b><u>2005</u></b>
	(millions of dollars)	
Taxes		
Income taxes	\$ 7,059	\$ 5,043
Excise taxes	7,664	7,238
All other taxes and duties	11,049	10,944
Total	<b><u>\$ 25,772</u></b>	<b><u>\$ 23,225</u></b>
Effective income tax rate	47.4%	41.3%

Income, excise and all other taxes for the first quarter of 2006 of \$25,772 million were up \$2,547 million compared to 2005. In the first quarter of 2006 income tax expense was \$7,059 million and the effective income tax rate was 47.4 percent, compared to \$5,043 million and 41.3 percent, respectively, in the prior year period. Resolution of income tax related issues resulted in charges in the first quarter 2006. Excise and all other taxes and duties were similar as effects of higher prices were offset by foreign exchange effects.

## CAPITAL AND EXPLORATION EXPENDITURES

	<b>First Three Months</b>	
	<b><u>2006</u></b>	<b><u>2005</u></b>
	(millions of dollars)	
Capital and exploration expenditures		
Upstream (including exploration expenses)	\$ 4,087	\$ 2,812
Downstream	581	452
Chemical	144	148
Other	12	5
Total	<b><u>\$ 4,824</u></b>	<b><u>\$ 3,417</u></b>

ExxonMobil continued its active investment program in the first quarter, spending \$4.8 billion on capital and exploration projects, an increase of 41 percent or \$1.4 billion versus 2005. In the first quarter of 2006, the results of our continuing long term investment program contributed to a 5 percent increase in production.

Depending on the progress of individual projects, the Corporation expects the level of capital and exploration spending to be about \$19 billion in 2006 compared to \$18 billion in 2005.

## **FORWARD-LOOKING STATEMENTS**

Statements in this report relating to future plans, projections, events, or conditions are forward-looking statements. Actual results, including project plans, resource recoveries, timing, and capacities, could differ materially due to changes in long-term oil or gas prices or other market conditions affecting the oil and gas industry; political events or disturbances; reservoir performance; the outcome of commercial negotiations; potential liability resulting from pending or future litigation; wars and acts of terrorism or sabotage; changes in technical or operating conditions; and other factors discussed under the heading "Risk Factors" in Item 1A of ExxonMobil's 2005 Form 10-K. We assume no duty to update these statements as of any future date.

### **Item 3. Quantitative and Qualitative Disclosures About Market Risk**

Information about market risks for the three months ended March 31, 2006, does not differ materially from that discussed under Item 7A of the registrant's Annual Report on Form 10-K for 2005.

### **Item 4. Controls and Procedures**

As indicated in the certifications in Exhibit 31 of this report, the Corporation's chief executive officer, principal financial officer and principal accounting officer have evaluated the Corporation's disclosure controls and procedures as of March 31, 2006. Based on that evaluation, these officers have concluded that the Corporation's disclosure controls and procedures are effective in ensuring that material information required to be in this quarterly report is made known to them on a timely basis. There were no changes during the Corporation's last fiscal quarter that 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**

On April 19, 2006, in a case captioned United States v. Chalmette Refining, L.L.C., the United States District Court for the Eastern District of Louisiana accepted a plea agreement reached by Chalmette Refining (a 50-percent owned, indirect subsidiary of the Corporation) with the U.S. Department of Justice and the U.S. Environmental Protection Agency. In accordance with the terms of the agreement, Chalmette Refining pled guilty on January 25, 2006, to a one-count misdemeanor violation of the Clean Water Act for a negligent discharge of benzene on February 5, 2000, at the Chalmette, Louisiana refinery and was sentenced to and paid a fine of \$200,000 on April 19th. The violation involved a discharge into the Mississippi River that resulted from a leak in a heat exchanger. When the source of the leak was identified, the heat exchanger was immediately replaced and new procedures implemented to prevent a recurrence.

Chalmette Refining has also agreed to make \$25,000 community service donations to the Louisiana State Police Right to Know Fund and to the Southern Environmental Enforcement Network.

Refer to the relevant portions of note 4 on pages 9 and 10 of this Quarterly Report on Form 10-Q for further information on legal proceedings.

## Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Issuer purchase of equity securities for quarter ended March 31, 2006

<u>Period</u>	<u>Total Number of Shares Purchased</u>	<u>Average Price Paid per Share</u>	<u>Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs</u>	<u>Maximum Number of Shares that May Yet Be Purchased Under the Plans or Programs</u>
January, 2006	30,995,704	\$60.41	30,995,704	
February, 2006	30,382,771	\$60.48	30,382,771	
March, 2006	<u>37,173,716</u>	\$60.63	<u>37,173,716</u>	
Total	<u>98,552,191</u>	<u>\$60.51</u>	<u>98,552,191</u>	(See Note 1)

Note 1 -- On August 1, 2000, the Corporation announced its intention to resume purchases of shares of its common stock for the treasury both to offset shares issued in conjunction with company benefit plans and programs and to gradually reduce the number of shares outstanding. The announcement did not specify an amount or expiration date. The Corporation has continued to purchase shares since this announcement and to report purchased volumes in its quarterly earnings releases. In its most recent earnings release dated April 27, 2006, the Corporation stated its intention to increase share purchases to \$6.0 billion to reduce shares outstanding in the second quarter of 2006. Purchases may be made in both the open market and through negotiated transactions, and purchases may be increased, decreased or discontinued at any time without prior notice.

## Item 6. Exhibits

<u>Exhibit</u>	<u>Description</u>
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 Financial Officer.
31.3	Certification (pursuant to Securities Exchange Act Rule 13a-14(a)) by Principal Accounting 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 Financial Officer.
32.3	Section 1350 Certification (pursuant to Sarbanes-Oxley Section 906) by Principal Accounting Officer.



**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: May 4, 2006

By: /s/ Patrick T. Mulva  
Name: Patrick T. Mulva  
Title: Vice President, Controller and  
Principal Accounting Officer

## INDEX TO EXHIBITS

<u>Exhibit</u>	<u>Description</u>
31.1	Certification (pursuant to Securities Exchange Act Rule 13a-14(a)) by Chief Executive Officer.
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32.3	Section 1350 Certification (pursuant to Sarbanes-Oxley Section 906) by Principal Accounting Officer.

**Certification by Rex W. Tillerson  
Pursuant to Securities Exchange Act Rule 13a-14(a)**

I, Rex W. Tillerson, 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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) 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) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (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: May 4, 2006

/s/ Rex W. Tillerson  
Rex W. Tillerson  
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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) 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) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (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: May 4, 2006

/s/ Donald D. Humphreys  
Donald D. Humphreys  
Senior Vice President and Treasurer  
(Principal Financial Officer)

**Certification by Patrick T. Mulva  
Pursuant to Securities Exchange Act Rule 13a-14(a)**

I, Patrick T. Mulva, 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)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) 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) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - (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: May 4, 2006

/s/ Patrick T. Mulva  
Patrick T. Mulva  
Vice President and Controller  
(Principal Accounting 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, Rex W. Tillerson, 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 March 31, 2006, 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: May 4, 2006

/s/ Rex W. Tillerson  
Rex W. Tillerson  
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 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 March 31, 2006, 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: May 4, 2006

/s/ Donald D. Humphreys  
Donald D. Humphreys  
Senior 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.

**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, Patrick T. Mulva, 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 March 31, 2006, 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: May 4, 2006

/s/ Patrick T. Mulva  
Patrick T. Mulva  
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.