

## Notice of Changes to the Andeavor Pension Plan

**December 10, 2018**

Andeavor LLC (the “Company”) has adopted important changes to the Andeavor Pension Plan (the “Plan”) that will affect your future benefits under the Plan. These changes do not affect any benefits you have previously earned under the Plan. These changes will affect only the pension benefits you could earn under the Plan in 2019 and future years.

### **Freeze of Cash Balance Benefit**

The Plan currently provides for quarterly Pay Credits to be credited to your Plan Cash Balance account. These Pay Credits are based on your age at the end of a calendar year quarter and a percentage of your eligible pay for that quarter as follows:

Age at End of Quarter	% of Pay Credited to Account
Less than 30	4.5%
30 to 39	5.5%
40 to 49	6.5%
50 to 59	7.5%
60 and over	8.5%

Interest Credits are also credited quarterly to your Cash Balance account at a rate that depends on the prevailing yields on 30-Year Treasury Bonds or 10-Year Treasury Bonds, but not less than 3% per annum.

The Cash Balance benefit began on January 1, 2011.\*

Effective as of December 31, 2018, the Plan will be frozen and will stop providing quarterly Pay Credits to your Cash Balance account. Pay Credits for all active Plan participants for the quarter ending on December 31, 2018 will be allocated to Plan Cash balance accounts for that quarter, but no Pay Credits will be allocated for future years.

Even though your Pay Credits will be frozen as of December 31, 2018, your Cash Balance account will continue to be credited with quarterly Interest Credits as provided in the Plan document, at the rate as explained above.

### **Note: Continued Vesting**

You vest in your Cash Balance benefit after three years of service. Even though the Plan will be frozen at the close of December 31, 2018, you will continue to earn additional years of service for vesting purposes with your continued employment at Marathon Petroleum Corporation and any of its affiliated companies.

### **Freeze of Final Average Pay Benefit**

If you were a Plan participant prior to January 1, 2011\*, your Plan benefit also includes a benefit based on a Final Average Pay (“FAP”) benefit formula for service through December 31, 2010\*.

Under the FAP benefit formula, you earned a monthly annuity payable over your lifetime beginning at age 65.

Your FAP benefit is equal to:

(1.1% of your Final Average Pay × Service through December 31, 2010\*) + (0.5% of Final Average Pay in excess of Social Security Covered Compensation × Service through December 31, 2010\*, up to a maximum of 35 years of Service).

The Final Average Pay used in the formula above is generally equal to your highest average monthly eligible compensation during a 36-consecutive month period out of your last 120-consecutive months of employment with Andeavor. Although Service credit under the FAP benefit stopped at December 31, 2010\*, the FAP benefit formula takes into account changes in your pay and Social Security Covered Compensation after 2010\*.

Effective at the close of December 31, 2018, the Plan will be frozen and this means that your FAP benefit will be frozen on that date and the FAP benefit formula will no longer recognize changes in your pay and Social Security Covered Compensation after 2018.

#### Note: Continued Service for Early Retirement Eligibility

Even though the Plan will be frozen at the close of December 31, 2018, if you have a FAP benefit, you will continue to earn additional years of service for early retirement eligibility for your FAP benefit with your continued employment at Marathon Petroleum Corporation and any of its affiliated companies. (If you are a BP/Amoco Participant, you will continue to be eligible for your Tesoro Social Security Supplement on account of any additional years of service you continue to earn and become eligible for early retirement.)

#### Note: Special Provisions for Certain Acquisitions

This note applies to you if you became employed by Andeavor as part of an acquisition, you have been continuously employed by Andeavor since the acquisition, and you are eligible for special provisions in the Plan which coordinate your benefits with those of your prior employer as outlined in the Summary Plan Description.

Under the special provisions, generally, your benefit under the FAP benefit formula is the greater of an amount based on (1) an FAP benefit formula\*\* using your total combined service through December 31, 2010\* with Andeavor and your prior employer, reduced for the amount you earned under your prior employer’s pension plan(s) (“Prior Employer Formula”), and (2) the current FAP benefit formula described above using only your service since the acquisition through December 31, 2010\*. Effective at the close of December 31, 2018, the Plan will be frozen and this means that in addition to the freezing of your benefit under the current FAP benefit formula as explained above, the benefit based on the Prior Employer Formula will also be frozen at December 31, 2018, and will no longer recognize changes in any component of that formula after 2018.

\*For certain USW-represented employees:

- If you are a USW Local 10 represented employee who was employed at the Company's Mandan, ND refinery between January 1, 2011 and January 31, 2012, you continued earning a FAP benefit to January 31, 2012 with your service to that date counted, and you began earning a Cash Balance benefit on February 1, 2012.
- If you are a USW Local 675 represented employee who was employed at the Company's Los Angeles, CA refinery between January 1, 2011 and April 30, 2012, you continued earning a FAP benefit to April 30, 2012 with your service to that date counted, and you began earning a Cash Balance benefit on May 1, 2012.

\*\*If you are an employee of the Company who, as of August 1, 1998 (the date of the closing of the Company's acquisition of the Shell Anacortes Refining Company), had five or more years of vesting service under the Shell Pension Plan, and who, following the closing date, worked for the Company, then the benefit formula used is a monthly annuity payable over your lifetime beginning at age 65 equal to:

(1.6% of your Average Final Compensation × the sum of your credited benefit service under the Shell Pension Plan before August 1, 1998, and your credited benefit service under this Plan to December 31, 2010) – your Social Security Offset;

and,

minus the amount of your August 1, 1998 Shell Benefit (which generally is the amount of your pension benefit under the Shell Pension Plan based on your credited benefit service prior to August 1, 1998 as determined by Shell and reported by Shell to the Company at that time).

The Average Final Compensation used in this benefit formula is generally equal to your highest average monthly eligible compensation during a 36-consecutive month period out of your last 120-consecutive months of employment with Andeavor.

### **For Further Information**

This Notice is being provided to you pursuant to Section 204(h) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). This Notice does not cover all of the Plan's details or its operation. Certain capitalized terms used in this Notice are defined in the Plan's Summary Plan Description. The terms of the Plan document govern all benefit calculations and eligibility for benefits. In the event of any discrepancy between this Notice and the Plan document, the Plan document will govern.

For any questions regarding this Notice, contact the San Antonio Retirement Benefits Department at SAT-RetirementBenefits@marathonpetroleum.com. For questions regarding your Andeavor Pension Plan benefit, to request an estimate or collect your pension, or to request a copy of the Plan's Summary Plan Description, contact the Andeavor Pension Center at 866-981-3039.