

March 2019

RE: Merger of the Andeavor 401(k) Plan into the Marathon Petroleum Thrift Plan (Thrift Plan)

Dear Legacy Andeavor Employee:

Since January 1, 2019, any 401(k) plan contributions that you have made, and Marathon Petroleum's matching contributions, have been invested in your Marathon Petroleum Thrift Plan (Thrift Plan) account. At the same time, your Andeavor 401(k) Plan assets have remained in the Andeavor 401(k) Plan. **Effective May 1, 2019, the Andeavor 401(k) Plan will be merged into the Thrift Plan, and your Andeavor 401(k) Plan assets will be transferred to your Thrift Plan account.** Fidelity Investments[®] provides recordkeeping services for both plans.

This letter and the accompanying materials provide you with important information about how your Andeavor 401(k) Plan assets will transfer to the Thrift Plan. Although you are not required to take any action, please review this information carefully to understand how the changes will impact your account.

After reviewing, if you decide to make changes, the information on page 2 explains what you can do. At minimum, **you are encouraged to review your Thrift Plan beneficiary designation(s)** to ensure your current preferences are reflected.

The information provided includes:

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What Do I Need to Do?

Choosing Different Investments

If you are satisfied with how your Andeavor 401(k) Plan assets will transfer to the Thrift Plan, as shown on the following pages, no action is required on your part. However, if you want to choose different investments, you can either:

Contact Fidelity Investments before 4 p.m. Eastern time on April 25, 2019, to make exchanges in the Marathon Petroleum Corporation Stock Fund within the Andeavor 401(k) Plan. To make exchanges among all other investment options within the Andeavor 401(k) Plan, contact Fidelity Investments before 4 p.m. Eastern time on April 30, 2019. Log on to Fidelity NetBenefits[®] at <u>www.netbenefits.com</u>, choose *Change Investments* from the Quick Links dropdown and then select the appropriate option under "Current Investments," or call the Andeavor 401(k) Service Center toll-free at 1-877-295-2413. Representatives are available to assist you Monday through Friday (excluding New York Stock Exchange holidays, except Good Friday) between 8:30 a.m. and 8 p.m. in your time zone.

OR

Wait until after your Andeavor 401(k) Plan assets have transferred to the Thrift Plan as shown on the following pages. Then, contact Fidelity Investments beginning on May 1, 2019, to exchange to different investment options in the Thrift Plan. Log on to Fidelity NetBenefits[®] at <u>www.netbenefits.com/marathonpetroleum</u> or call the Fidelity Plan Benefits Service Center for Marathon Petroleum and Speedway toll-free at 1-866-602-0595. Representatives are available to assist you Monday through Friday (excluding New York Stock Exchange holidays, except Good Friday) between 8:30 a.m. and midnight Eastern time.

Representatives at either phone number listed above can assist you with both accounts. You can access both online accounts through either NetBenefits[®] web address. After logging on to NetBenefits[®], you can choose which employer you want to have as your default view, and it is recommended that you choose Marathon Petroleum after the transition for easy access to Thrift Plan information.

Designating Your Thrift Plan Beneficiary

If you designated a beneficiary or beneficiaries for your Andeavor 401(k) Plan account through Fidelity's online beneficiary service on NetBenefits[®], your designation will be transferred to the Thrift Plan after 4 p.m. Eastern time on April 30, 2019. If you have also designated a beneficiary for the Thrift Plan through Fidelity's online beneficiary service, the most recent designation is the one that will be effective after the plan merger.

It is very important to have a designated beneficiary for your Thrift Plan account and to review this information periodically, as your preferences may change over time or due to life events. Taking a few minutes to make or review your beneficiary designation(s) can help ensure that your plan assets are distributed as you wish, as smoothly as possible. To designate or review your Thrift Plan beneficiaries, log on to NetBenefits[®] at <u>www.netbenefits.com/marathonpetroleum</u> on or after May 1, 2019, click "Profile," and then select the "Beneficiaries" link. After your initial designation, please be sure to update your choices as life events occur.

You can also call the Fidelity Plan Benefits Service Center for Marathon Petroleum and Speedway tollfree at 1-866-602-0595 on or after May 1, 2019, for assistance or to have a paper beneficiary designation form mailed to you, which you can complete and return to Fidelity.

Note: Any beneficiary designations made on paper forms with Andeavor/Tesoro Human Resources prior to Fidelity offering the online beneficiary service will not be valid once your

balance transfers to the Thrift Plan. Please contact Fidelity as described above to ensure you have designated a beneficiary for your Thrift Plan account.

Accounts of participants who die without an online beneficiary designation will be paid out according to the survivor hierarchy specified by the Thrift Plan.

Investment Options

Before investing in any mutual fund, consider the investment objectives, risks, charges, and expenses. Contact Fidelity for a prospectus or, if available, a summary prospectus containing this information. Read it carefully.

Overview

The Thrift Plan gives you a choice of investment options that allow you the flexibility to build a strategy that meets your needs—both long and short term. All investment options in the Thrift Plan's fund lineup are listed below.

Now is a good time to look at your situation and decide whether any changes might be appropriate to better align your investment approach with your retirement goals. Before making your investment decisions, it is important that you become familiar with the various options in the Thrift Plan. Additional information regarding each investment option's risk, as well as its strategy and objective, can be found in the accompanying *Marathon Petroleum Thrift Plan Investment Options Guide*. Please consider all investment information before choosing your investments. To learn how to make changes, see the "What Do I Need to Do?" section on page 2.

For an explanation of your rights to direct investments, any Thrift Plan restrictions, and a description of the types of fees and expenses associated with your Thrift Plan account, refer to the enclosed *Participant Disclosure Notice*.

Category	Domestic Equities	Ticker Symbol
Large Value	Vanguard Value Index Fund Institutional Shares	VIVIX
Large Blend	Fidelity [®] 500 Index Fund	FXAIX
Large Growth	Fidelity [®] Contrafund [®] Commingled Pool	N/A
Large Growth	Fidelity [®] Growth Company Commingled Pool	N/A
Mid Value	Fidelity [®] Low-Priced Stock Commingled Pool	N/A
Mid Value	Wells Fargo Special Mid Cap Value Fund-Class R6	WFPRX
Mid Blend	Fidelity [®] Extended Market Index Fund	FSMAX
Small Blend	Vanguard Small-Cap Index Fund Institutional Shares	VSCIX
Mid Growth	Baird MidCap Fund Institutional Class	BMDIX
Category	International/Global	Ticker Symbol
Diversified	Fidelity [®] International Discovery Commingled Pool	N/A
Diversified	Fidelity [®] International Index Fund	FSPSX
Emerging Markets	DFA Emerging Markets Value Portfolio Institutional Class	DFEVX
Category	Company Stock	Ticker Symbol
Company Stock	Marathon Petroleum Corporation Stock Fund	MPC

Thrift Plan Investment Options

Category	Bond Investment Options	Ticker Symbol
Government	Fidelity [®] Government Income Fund	FGOVX
Diversified	Dodge & Cox Income Fund	DODIX
Diversified	Vanguard Total Bond Market Index Fund Institutional Plus Shares	VBMPX
Category	Stable Value Investment Option	Ticker Symbol
Stable Value	Marathon Stable Value Fund	N/A
Category	Money Market Investment Option	Ticker Symbol
Money Market	Fidelity [®] Investments Money Market Government Portfolio- Institutional Class	FRGXX
Category	Lifecycle Investment Options	Ticker Symbol
Target Date Fund	FIAM Blend Target Date Income Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2005 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2010 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2015 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2020 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2025 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2030 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2035 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2040 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2045 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2050 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2055 Commingled Pool Class S	N/A
Target Date Fund	FIAM Blend Target Date 2060 Commingled Pool Class S	N/A

FIAM = Fidelity Institutional Asset Management

The Thrift Plan is intended to be a participant-directed plan as described in Section 404(c) of ERISA, which means that fiduciaries of the Plan are ordinarily relieved of liability for any losses that are the direct and necessary result of investment instructions given by a participant or beneficiary.

Investment Options That Are Changing*

When the market closes (generally 4 p.m. Eastern time) on April 30, 2019, balances in the Andeavor 401(k) Plan investment options in the column at left will be transferred to the Thrift Plan investment options in the column at right. If you do not want your assets to transfer as shown, you should consider exchanging to a different Andeavor 401(k) Plan investment option prior to April 30, 2019. You can also wait until after the transfer has occurred on May 1, 2019, and exchange to any of the other available Thrift Plan investment options. See the "What Do I Need to Do?" section on page 2 to learn how to make changes.

Andeavor 401(k) Plan Investment Option	Ticker Symbol		Thrift Plan Investment Option	Ticker Symbol
Artisan International Growth Trust	N/A	►	Fidelity [®] International Discovery Commingled Pool	N/A
Boston Partners Large Cap Value Equity Fund Class C	N/A	►	Vanguard Value Index Fund Institutional Shares	N/A
Fidelity Freedom [®] Index Income Fund - Institutional Premium Class	FFGZX		FIAM Blend Target Date Income Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2005 Fund - Institutional Premium Class	FFGFX	►	FIAM Blend Target Date 2005 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2010 Fund - Institutional Premium Class	FFWTX	►	FIAM Blend Target Date 2010 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2015 Fund - Institutional Premium Class	FIWFX	•	FIAM Blend Target Date 2015 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2020 Fund - Institutional Premium Class	FIWTX	►	FIAM Blend Target Date 2020 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2025 Fund - Institutional Premium Class	FFEDX	►	FIAM Blend Target Date 2025 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2030 Fund - Institutional Premium Class	FFEGX	►	FIAM Blend Target Date 2030 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2035 Fund - Institutional Premium Class	FFEZX	►	FIAM Blend Target Date 2035 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2040 Fund - Institutional Premium Class	FFIZX	►	FIAM Blend Target Date 2040 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2045 Fund - Institutional Premium Class	FFOLX	►	FIAM Blend Target Date 2045 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2050 Fund - Institutional Premium Class	FFOPX	►	FIAM Blend Target Date 2050 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2055 Fund - Institutional Premium Class	FFLDX	►	FIAM Blend Target Date 2055 Commingled Pool Class S	N/A
Fidelity Freedom [®] Index 2060 Fund - Institutional Premium Class	FFLEX	►	FIAM Blend Target Date 2060 Commingled Pool Class S	N/A

Andeavor 401(k) Plan Investment Option	Ticker Symbol		Thrift Plan Investment Option	Ticker Symbol
Fidelity [®] Contrafund [®] - Class K	FCNKX	►	Fidelity [®] Contrafund [®] Commingled Pool	N/A
Fidelity [®] Puritan [®] Fund - Class K	FPUKX		FIAM Blend Target Date Commingled Pool Class S with the target retirement date closest to the year you turn 65. Review the Thrift Plan Default Investment Option section of this guide to learn more.	N/A
Managed Income Portfolio Class 1	N/A	•	Marathon Stable Value Fund	N/A
PIMCO Total Return Fund Institutional Class	PTTRX	►	Dodge & Cox Income Fund	DODIX
Vanguard Federal Money Market Fund Investor Shares	VMFXX	►	Fidelity [®] Investments Money Market Government Portfolio- Institutional Class	FRGXX
Vanguard Inflation-Protected Securities Fund Institutional Shares	VIPIX	►	FIAM Blend Target Date Commingled Pool Class S with the target retirement date closest to the year you turn 65.	N/A
Vanguard Short-Term Bond Index Fund Institutional Shares	VBITX	►	FIAM Blend Target Date Commingled Pool Class S with the target retirement date closest to the year you turn 65.	N/A
Vanguard Total Bond Market Index Fund Institutional Shares	VBTIX	►	Vanguard Total Bond Market Index Fund Institutional Plus Shares	VBMPX
Westwood SMidCap Fund Institutional Class	WHGMX	►	Fidelity [®] Extended Market Index Fund	FSMAX
William Blair Small-Mid Cap Growth Fund Class I	WSMDX	►	Baird MidCap Fund Institutional Class	BMDIX

*The timing of the plan changes and transition period, including any asset reallocations, described within this brochure depends on a variety of factors, which may include the timing and accuracy of the transfer of data, receipt of instructions, and receipt of assets. Changes in any of these factors may result in changes to the timing of the delivery of services, the transition period, and/or the dates on which, and thus the prices at which, assets in your account are sold and/or reinvested.

Investment Options That Are Not Changing

The investment options listed below are available in both the Andeavor 401(k) Plan and the Thrift Plan. Any balance that you have invested in these investment options as of 4 p.m. Eastern time on April 30, 2019, will remain invested and will be transferred to the Thrift Plan (referred to as an "in-kind" transfer). If you have a balance in the Marathon Petroleum Corporation Stock Fund, your cost basis in this investment option will transfer to the Thrift Plan as part of the plan merger.

Andeavor 401(k) Plan Investment Option	Ticker Symbol		Thrift Plan Investment Option	Ticker Symbol
Fidelity [®] 500 Index Fund	FXAIX	•	Fidelity [®] 500 Index Fund	FXAIX
Fidelity [®] Extended Market Index Fund	FSMAX	•	Fidelity [®] Extended Market Index Fund	FSMAX
Fidelity [®] International Index Fund	FSPSX	•	Fidelity [®] International Index Fund	FSPSX
Marathon Petroleum Corporation Stock Fund	MPC	►	Marathon Petroleum Corporation Stock Fund	MPC

Fidelity[®] Personalized Planning & Advice

If you are currently enrolled in Fidelity[®] Personalized Planning & Advice in either plan, your enrollment will automatically continue with your existing assets and future contributions invested and managed by Fidelity.

If you are currently enrolled but do not want future contributions and your account balance to be invested through Fidelity[®] Personalized Planning & Advice, you must unenroll prior to 4 p.m. Eastern time on April 30, 2019 by calling 866-811-6041.

Fidelity[®] Personalized Planning & Advice *at Work* is a service of Fidelity Personal and Workplace Advisors LLC and Strategic Advisers LLC. Both are registered investment advisers and Fidelity Investments companies and may be referred to as "Fidelity," "we," or "our" within. For more information, refer to the Terms and Conditions of the Program. When used herein, Fidelity Personalized Planning & Advice refers exclusively to Fidelity Personalized Planning & Advice *at Work*. **This service provides advisory services for a fee, which will be paid from your account.**

Thrift Plan Default Investment Option

Your Andeavor 401(k) Plan assets transferred from the following three investment options will be invested in the FIAM Blend Target Date Commingled Pool Class S* with the target retirement date closest to the year you might retire, based on your current age and assuming a retirement age of 65, as shown in the table below.

- Fidelity[®] Puritan[®] Fund Class K
- Vanguard Inflation-Protected Securities Fund Institutional Shares
- Vanguard Short-Term Bond Index Fund Institutional Shares

The FIAM Blend Target Date Commingled Pools Class S are designed for investors expecting to retire around the year indicated in each pool's name. The pools are managed to gradually become more conservative over time as they approach the target date. The investment risk of each pool changes over time as its asset allocation changes. The pools are subject to the volatility of the financial markets, including that of equity and fixed-income investments in the U.S. and abroad, and may be subject to risks associated with investing in high-yield, small-cap, and foreign securities. Principal invested is not guaranteed at any time, including at or after the pools' target dates.

Date of Birth	Investment Option Name	Target Retirement Date
Before1938	FIAM Blend Target Date Income Commingled Pool Class S	Before 2003
1938–1942	FIAM Blend Target Date 2005 Commingled Pool Class S	2003–2007
1943–1947	FIAM Blend Target Date 2010 Commingled Pool Class S	2008–2012
1948–1952	FIAM Blend Target Date 2015 Commingled Pool Class S	2013–2017
1953–1957	FIAM Blend Target Date 2020 Commingled Pool Class S	2018–2022
1958–1962	FIAM Blend Target Date 2025 Commingled Pool Class S	2023–2027
1963–1967	FIAM Blend Target Date 2030 Commingled Pool Class S	2028–2032
1968–1972	FIAM Blend Target Date 2035 Commingled Pool Class S	2033–2037
1973–1977	FIAM Blend Target Date 2040 Commingled Pool Class S	2038–2042
1978–1982	FIAM Blend Target Date 2045 Commingled Pool Class S	2043–2047
1983–1987	FIAM Blend Target Date 2050 Commingled Pool Class S 2048-	
1988–1992	FIAM Blend Target Date 2055 Commingled Pool Class S	2053-2057
1993 and later	FIAM Blend Target Date 2060 Commingled Pool Class S	2058 and later

* As of 9/1/2018, this pool changed its name from FIAM Target Date Commingled Pool Class S.

Date of birth ranges were selected by the plan sponsor.

Plan Features and Services

Vesting of Company Contributions to the Andeavor 401(k) Plan

Vesting requirements for company contributions made in the Andeavor Plan will still apply to those contributions after the plan merger.

Loans During the Transition

If you have an outstanding Andeavor 401(k) Plan loan, payments will continue to be deducted from your paycheck without interruption. Your loan will be transferred to the Thrift Plan, and your payments will be made to the Thrift Plan rather than to the Andeavor 401(k) Plan after April 30, 2019.

Your loan payments to the Thrift Plan will be invested according to your investment election for the Thrift Plan. If you have not chosen investments for the Thrift Plan, your loan payments will be invested in the FIAM Blend Target Date Commingled Pool Class S that is the default fund for your age group, as shown in the table on page 8.

You will be able to request a loan from the Thrift Plan that will include eligible former Andeavor 401(k) Plan assets beginning May 1, 2019, subject to the Thrift Plan's limits on the number of loans and the amount available.

Withdrawals During the Transition

If you are eligible and would like to take a withdrawal from the Andeavor 401(k) Plan, you must request it before 4 p.m. Eastern time on April 30, 2019.

If you are eligible to take a withdrawal from the Thrift Plan, you will be able to take a withdrawal that includes eligible former Andeavor 401(k) Plan assets beginning May 1, 2019.

Fidelity BrokerageLink[®]

The Thrift Plan also offers Fidelity BrokerageLink[®], which provides you with an opportunity to invest in a broad range of investment options beyond those offered directly through the Plan.

Information about BrokerageLink is available on NetBenefits at <u>www.netbenefits.com/marathonpetroleum</u>. From the Quick Links dropdown, choose *BrokerageLink* and click on the *Brochure* link.

BrokerageLink includes investments beyond those in your plan's lineup. You should compare investments and share classes that are available in your plan's lineup with those available through BrokerageLink, and determine the available share class that is appropriate for your situation. The plan fiduciary neither evaluates nor monitors the investments available through BrokerageLink. It is your responsibility to ensure that the investments you select are suitable for your situation, including your goals, time horizon, and risk tolerance.

For more specific Thrift Plan information, including an explanation of your rights to direct investments, any Thrift Plan restrictions, and a description of the types of fees and expenses associated with your Thrift Plan account, refer to the enclosed *Participant Disclosure Notice*.

Plan Transition Calendar *

Please review this calendar to understand how your account may be affected during the transition period.

Date	Plan Activities			
April 25, 2019, before 4 p.m. Eastern time	 Last day for exchanges in the Marathon Petroleum Corporation Stock Fund within the Andeavor 401(k) Plan to allow assets to settle before balances are transferred to your Thrift Plan account. 			
April 30, 2019, before 4 p.m. Eastern time	 Last day to exchange all other investments within the Andeavor 401(k) Plan. 			
	 Last day to request a loan or withdrawal from your Andeavor 401(k) Plan account. 			
April 30, 2019, at 4 p.m. Eastern time	Your Andeavor 401(k) Plan account balance will be valued at the close of the market, and the determined value will be transferred to your Thrift Plan account.			
May 1, 2019	Your transferred assets are now available for transactions in the Thrift Plan, including:			
	 Making exchanges to other Thrift Plan investment options Requesting a loan or withdrawal for which you are eligible. 			
May 1, 2019	Confirm your beneficiaries. Your Andeavor 401(k) Plan beneficiary designations in Fidelity's online beneficiary service will apply to your Thrift Plan account unless you have made a more recent designation for the Thrift Plan.			
May 1, 2019	• You can run a Transaction History report on NetBenefits [®] at <u>www.netbenefits.com/marathonpetroleum</u> for each plan and see your assets moving out of the Andeavor 401(k) Plan and into the Thrift Plan. Contact Fidelity with any questions.			
	• You can run an online statement for a custom date range on demand for each plan and compare the statements.			
July 2019	 Your Thrift Plan statement for the second quarter of 2019 will show your assets that transferred from your Andeavor 401(k) Plan account. 			
	• Although online statements are the default delivery method for quarterly Thrift Plan statements, you can call Fidelity at 1-866-602-0595 and request to have a printed statement mailed to you.			
	 Compare your final quarterly statement for the Andeavor 401(k) Plan in July 2019 with your July 2019 statement for the Thrift Plan. Contact Fidelity with any questions. 			

*The timing of the plan changes and transition period, including any asset reallocations, described within this brochure depends on a variety of factors, which may include: the timing and accuracy of the transfer of data, receipt of instructions, and receipt of assets. Changes in any of these factors may result in changes to the timing of the delivery of services, the transition period, and/or the dates on which, and thus the prices at which, assets in your account are sold and/or reinvested.

For More Information

Through April 30, 2019, for information about your Andeavor 401(k) Plan account:

 Log on to NetBenefits[®] at <u>www.netbenefits.com</u> or call the Andeavor 401(k) Service Center tollfree at 1-877-295-2413. Representatives are available to assist you Monday through Friday (excluding New York Stock Exchange holidays, except Good Friday) between 8:30 a.m. and 8 p.m. in your time zone.

For information about your Thrift Plan account:

 Log on to NetBenefits[®] at <u>www.netbenefits.com/marathonpetroleum</u> or call the Fidelity Plan Benefits Service Center for Marathon Petroleum and Speedway toll-free at 1-866-602-0595. Representatives are available to assist you Monday through Friday (excluding New York Stock Exchange holidays, except Good Friday) between 8:30 a.m. and midnight Eastern time.

Representatives at either phone number listed above can assist you with both accounts.

You can access both online accounts through either NetBenefits[®] web address. Within NetBenefits[®], you can choose which employer you want to have as your default view, and it is recommended that you select Marathon Petroleum after the transition.

Investing involves risk, including risk of loss.

This document provides only a summary of the main features of the Thrift Plan, and the Plan document will govern in the event of any discrepancies.

You are not permitted to make a direct exchange from Marathon Stable Value Fund to Fidelity BrokerageLink[®] or Fidelity[®] Investments Money Market Government Portfolio - Institutional Class (considered "competing funds"). Before exchanging from Marathon Stable Value Fund, you must first exchange to a "noncompeting" fund for 90 days. While these requirements may seem restrictive, they are typically imposed by issuers such as insurance companies, banks, or other approved financial institutions, as a condition for issuing investment contracts to retirement plans.

Fidelity Brokerage Services LLC, Member NYSE, SIPC, 900 Salem Street, Smithfield, RI 02917

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