



Executive Compensation Overview 2014

Audio Webcast

May 14, 2014

1:00 p.m. CT

Before you cast your vote on Management Resolution *Item 3 – Advisory Vote to Approve Executive Compensation*, please review the Executive Compensation Overview, as well as the more detailed information included in the Compensation Discussion and Analysis, compensation tables, and narrative in ExxonMobil's 2014 Proxy Statement.

Cautionary Statement and Definitions

Forward-Looking Statements

Statements regarding future events or conditions are forward-looking statements. Actual future results, including project plans, schedules, and results, as well as the impact of compensation incentives, could differ materially due to changes in oil and gas prices and other factors affecting our industry, technical or operating conditions, and other factors described under the heading “Factors Affecting Future Results” in our most recent Form 10-K and on the “Investors” page at our website at exxonmobil.com.

Financial and Operating Terms

This presentation includes certain non-GAAP financial measures, including Return on Average Capital Employed, Free Cash Flow, and Cash from Operations and Asset Sales. For definitions of and additional information concerning these terms, including information required by SEC Regulation G, see the “Frequently Used Terms” on the “Investors” page of our website at exxonmobil.com. References in this report to oil-equivalent barrels, resources, and similar terms may include quantities of oil and gas that are not yet classified as proved reserves under SEC definitions but that we believe will ultimately be developed and moved into the proved reserve category. The term “project” as used in this presentation may refer to a variety of different activities and does not necessarily have the same meaning as under any government payment transparency reports.

Compensation-Related Terms

Reported Pay is Total Compensation reported in the Summary Compensation Table, except for years 2006 to 2008, where the grant date value of restricted stock as provided under current SEC rules is used to put all years of compensation on the same basis.

Realized Pay is compensation actually received by the CEO during the year, including salary, current bonus, payouts of previously granted Earnings Bonus Units (EBU), net spread on stock option exercises, market value at vesting of previously granted stock-based awards, and All Other Compensation amounts realized during the year. It excludes unvested grants, change in pension value, and other amounts that will not actually be received until a future date. Amounts for other companies include salary, bonus, payouts of non-equity incentive plan compensation, and All Other Compensation as reported in the Summary Compensation Table, plus value realized on option exercise or stock vesting as reported in the Option Exercises and Stock Vested table. It excludes unvested grants, change in pension value, and other amounts that will not actually be received until a future date, as well as any retirement-related payouts from pension or nonqualified compensation plans.

Unrealized Pay includes the value based on each compensation benchmark company’s closing stock price at fiscal year-end 2013 of: unvested restricted stock awards; unvested long-term share and cash performance awards valued at target levels; and the “in the money” value of unexercised stock options (both vested and unvested), in each case for awards granted during the covered period. If a CEO retired during the period, outstanding equity is included assuming that unvested awards, as of the retirement date, continued to vest pursuant to the original terms of the award.

Compensation Benchmark Companies consist of: AT&T, Boeing, Caterpillar, Chevron, Ford, General Electric, IBM, Johnson & Johnson, Pfizer, Procter & Gamble, United Technologies, and Verizon.

Agenda

- **SHAREHOLDER ENGAGEMENT**
- **HEADLINES**
- **LONG-TERM BUSINESS PERFORMANCE AND BASIS FOR COMPENSATION DECISIONS**
- **CEO COMPENSATION**
- **ANNUAL BONUS PROGRAM**
- **EQUITY INCENTIVE PROGRAM**
- **EXXONMOBIL PROGRAM VS. FORMULA-BASED PAY**
- **QUESTIONS AND ANSWERS**

SHAREHOLDER ENGAGEMENT

Positive shareholder feedback was received on the following:

- The unique long-term orientation of the overall ExxonMobil compensation program.
- Alignment with Business Model: Chart that illustrated how the equity program aligns with ExxonMobil capital investment lead times and cash flows.
- Risk of forfeiture and cancellation provisions in equity grants.
- Expanded disclosure of the bonus program formula.
- Disclosure of seven years of realized pay history.
- Linkage of the compensation programs to continuity of leadership.

SHAREHOLDER ENGAGEMENT

Shareholders requested additional information on the following:

- **Equity Program:** Further explanation on the Compensation Committee's determination that time-vested restricted stock or restricted stock units with long vesting periods are the most effective method for aligning with the fundamentals of the business model and the experience of long-term shareholders.
- **Realized Pay Benchmark:** Disclosure of realized pay for our compensation benchmark companies compared to ExxonMobil's CEO.
- **Vesting Methodology:** Further explanation of the ExxonMobil vesting terms given that half of the stock-based grants require 10 years or longer to vest.

HEADLINES

- 30-percent reduction in CEO reported compensation.
- For the CEO's tenure from 2006 to 2013:
 - Ranked 10 of 13 in cumulative realized compensation among compensation benchmark companies
 - Ranked 8 of 13 in combined cumulative realized and unrealized compensation among compensation benchmark companies
- Vesting periods for stock-based compensation far longer than most companies.
- Half of the annual bonus is delayed.
- No employment agreements, severance arrangements, or change-in-control arrangements.
- All U.S. executives participate in common programs.

SHORT-TERM BUSINESS PERFORMANCE AND BASIS FOR COMPENSATION DECISIONS

Financial and Operating Performance

- Earnings of \$32.6 billion in 2013, a 27-percent decrease versus 2012. Five-year annual average of \$33.7 billion in earnings.
- Distributed \$25.9 billion to shareholders in dividends and share purchases in 2013 and \$318 billion since the beginning of 2000. Dividends per share increased for the 31st consecutive year.
- Industry-leading return on average capital employed (ROCE) of 17.2 percent, with a five-year average of 21 percent.
- Strong safety and operations performance supported by effective risk management.

LONG-TERM BUSINESS PERFORMANCE AND BASIS FOR COMPENSATION DECISIONS

Strategic Business Results

Upstream

- Started up six major projects.
- Added 6.6 billion oil-equivalent barrels of new resources.
- Achieved exploration discoveries totaling 1.5 billion oil-equivalent barrels.
- Captured new exploration acreage.
- Progressed and expanded the Strategic Cooperation Agreement with Rosneft.

Downstream

- Commissioned a new diesel hydrotreater in Singapore.
- Completed multiyear conversion to a branded wholesaler business model in the United States.

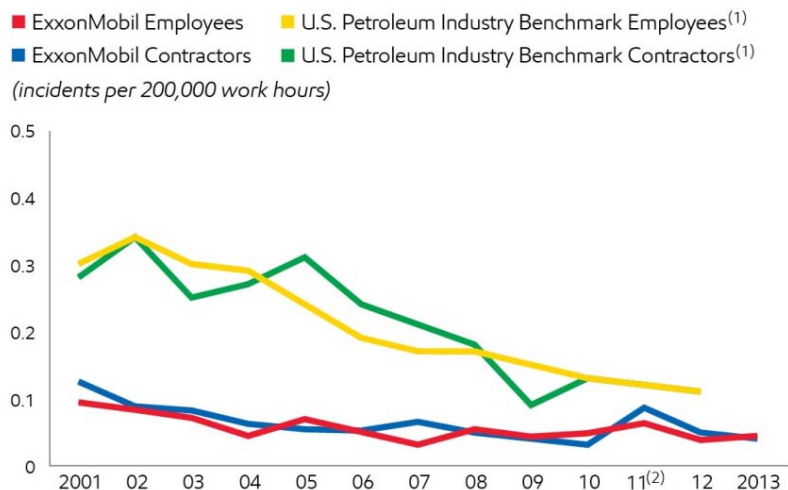
Chemical

- Started up the Singapore Chemical Expansion project.
- Progressed construction of a 400-thousand-tonnes-per-year specialty elastomers project in Saudi Arabia.
- Advanced plans for a major expansion at our Texas facilities.

Long-Term Business Performance

1 Safety Performance

Lost-Time Injuries and Illnesses Rate



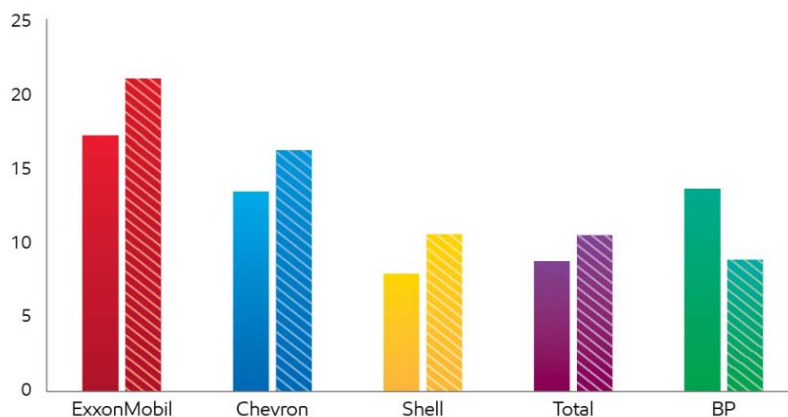
Safety is a core value for ExxonMobil, and nothing receives more attention from management.

- Safety performance is a leading indicator of business performance.

2 Return on Average Capital Employed (ROCE)⁽³⁾

Industry Group

■ 2013 ■ 2009–2013 average
 (percent)



ExxonMobil's proven business model continues to deliver ROCE leadership in the industry.

- Disciplined investments through the business cycle position the Company for long-term performance.
- Strength of integrated portfolio, project management, and technology application.

(1) Employee and contractor safety data from participating American Petroleum Institute companies (2013 industry data not available at time of publication).

(2) XTO Energy Inc. data included beginning 2011.

(3) Competitor data estimated on a consistent basis with ExxonMobil and based on public information.

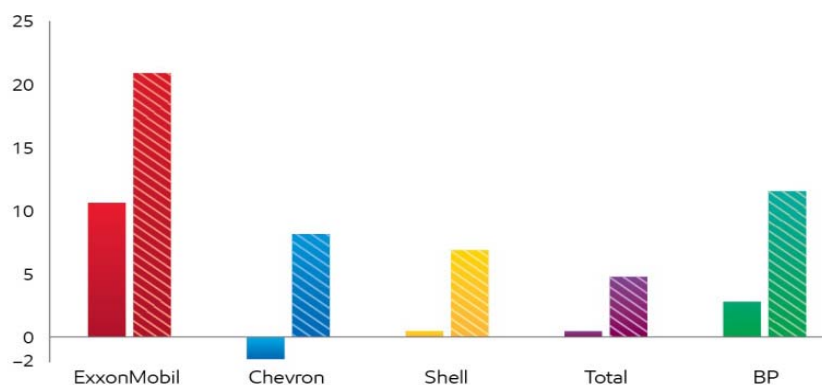
Long-Term Business Performance

3 Total Free Cash Flow⁽⁴⁾

Industry Group

■ 2013 ■ 2009–2013 average

(dollars in billions)



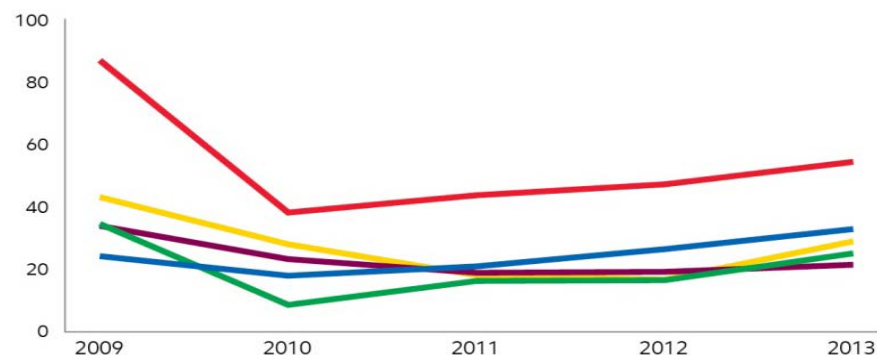
ExxonMobil's superior cash flow provides financial flexibility.

- Generated \$104 billion of free cash flow since beginning of 2009.
- Industry-leading cash flows enable ExxonMobil to fund attractive investment opportunities and unmatched shareholder distributions.

4 Shareholder Distributions

Shareholder Distributions as Percent of Cash Flow from Operations and Asset Sales⁽⁵⁾

■ ExxonMobil ■ Chevron ■ Shell ■ Total ■ BP



ExxonMobil leads the industry in shareholder distributions.

- Distributed 50 cents of every dollar of operating cash flow generated from 2009 to 2013.

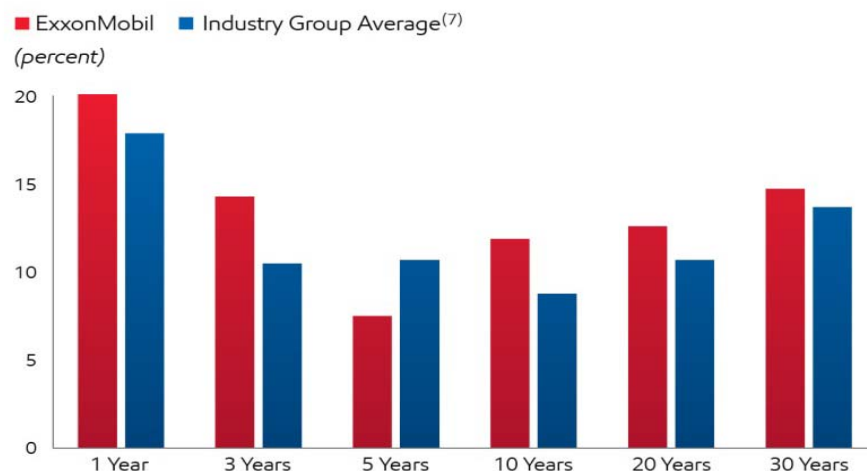
(4) Competitor data estimated on a consistent basis with ExxonMobil and based on public information; excludes impact of Gulf of Mexico spill and TNK-BP divestment for BP.

(5) Shareholder distributions consist of cash dividends and share buybacks.

Long-Term Business Performance

5 Total Shareholder Returns⁽⁶⁾

Industry Group

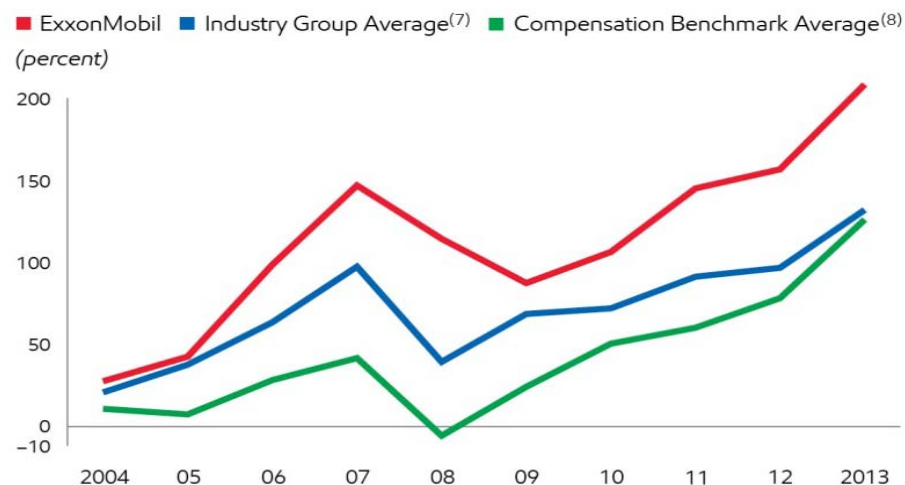


ExxonMobil leads the industry in total shareholder return (TSR) in almost all performance periods.

- TSR of companies *in the same industry* with similar size and scale is the most relevant metric for comparing shareholder returns.

6 10-Year Cumulative Returns⁽⁶⁾

Industry Group and Compensation Benchmark Companies



ExxonMobil generated superior returns through a range of economic environments and cycles.

- Maintained strong relative performance through the financial crisis.

(6) Annualized returns assuming dividends are reinvested when paid.

(7) Royal Dutch Shell, BP, Chevron, and Total weighted by market capitalization.

(8) AT&T, Boeing, Caterpillar, Chevron, Ford, General Electric, IBM, Johnson & Johnson, Pfizer, Procter & Gamble, United Technologies, and Verizon.

CEO COMPENSATION

2013 REPORTED PAY

7 CEO Reported and Adjusted Pay – 2013 vs. 2012

	2012	2013	2013 vs. 2012
Total Reported Pay	\$ 40,266,501	\$ 28,138,329*	-30%
Negative Pension Adjustment ⁽¹⁾	\$ —	-\$ 6,240,556	—
Total Adjusted Pay	\$ 40,266,501	\$ 21,897,773	-46%

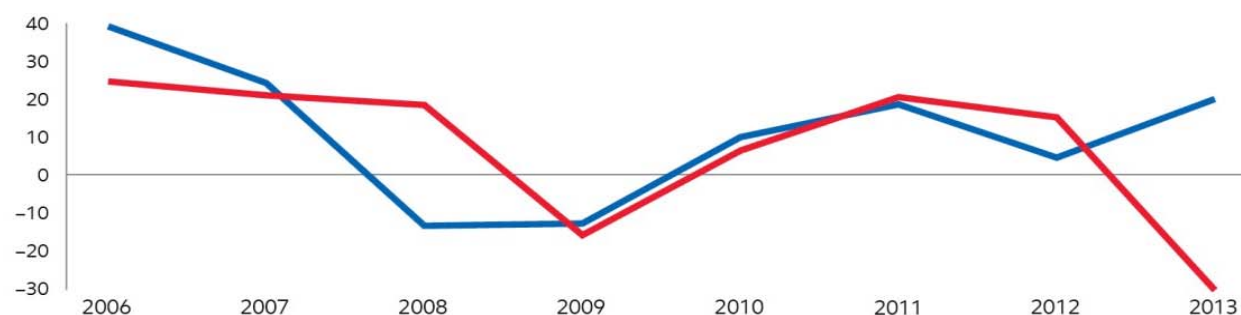
*No change in number of equity awards granted.

30-percent reduction in reported pay primarily due to 20-percent reduction in bonus and change in pension value.

- 46-percent reduction in reported pay if full impact of pension valuation considered.
- Pension value impacted by interest rate change.

8 CEO Reported Pay vs. TSR – 2006 to 2013

■ CEO Reported Pay ■ Total Shareholder Return⁽²⁾
(percent)



The relationship between change in ExxonMobil CEO's reported pay and ExxonMobil's total shareholder return (TSR) throughout the CEO's tenure is as shown.

(1) In 2013, the change in pension value was negative (-\$6.24 million), but under SEC reporting rules, a negative change in pension value must be shown in the Summary Compensation Table as zero. This shows the impact the full negative pension valuation would have if applied to total compensation.

(2) TSR represents annualized returns assuming dividends are reinvested when paid.

CEO COMPENSATION

REALIZED PAY VS. REPORTED PAY

9 CEO Realized and Reported Pay – 2006 to 2013

Year of Compensation	Realized Pay	Reported Pay	Realized Pay vs. Reported Pay	Realized Pay as a Percentage of Reported Pay
2013	\$15,768,829	\$28,138,329	-\$12,369,500	56%
2012	\$ 15,561,163	\$ 40,266,501	-\$ 24,705,338	39%
2011	\$ 24,637,196	\$ 34,920,506	-\$ 10,283,310	71%*
2010	\$ 14,229,609	\$ 28,952,558	-\$ 14,722,949	49%
2009	\$ 8,530,165	\$ 27,168,317	-\$ 18,638,152	31%
2008	\$ 10,212,091	\$ 32,211,079	-\$ 21,998,988	32%
2007	\$ 12,884,308	\$ 27,172,280	-\$ 14,287,972	47%
2006	\$ 6,712,435	\$ 22,440,807	-\$ 15,728,372	30%
			Average	44%

*Exercised last stock options granted in 2001 that would have expired in 2011. No stock options granted since 2001.

ExxonMobil CEO's realized compensation averaged 44 percent of reported pay over the CEO's tenure.

10 CEO Realized Pay vs. Compensation Benchmark Companies – 2012

(dollars in thousands)	Realized Pay	Reported Pay ⁽³⁾	Realized Pay as a Percentage of Reported Pay
Comparator Companies			
Highest	\$ 68,443	\$ 20,956	327%
Median	\$ 23,989	\$ 19,280	124%
Lowest	\$ 6,008	\$ 10,977	55%
ExxonMobil	\$ 15,561	\$ 40,267*	39%
ExxonMobil – Position	11 of 13	1 of 13	

*\$28 million in 2013; 2013 comparator company data not available at time of publication.

ExxonMobil CEO's realized pay ranked 11th among the compensation benchmark companies.

- The benchmark companies' median is almost \$24 million and the high is just over \$68 million.

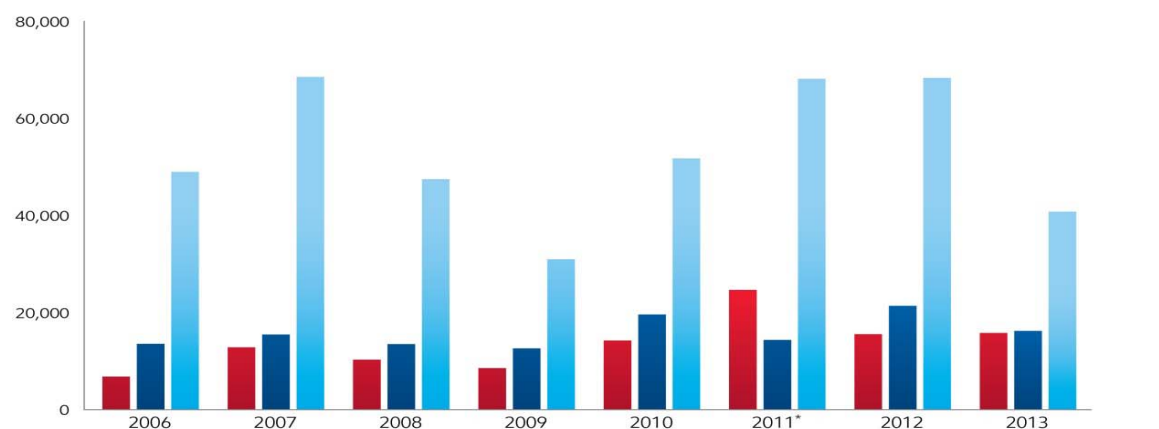
(3) Reported pay values shown correspond to the companies with the highest, median, and lowest realized pay values.

CEO COMPENSATION

REALIZED PAY AND UNREALIZED PAY⁽¹⁾

12 CEO Realized Pay vs. Compensation Benchmark Companies – Annual

■ ExxonMobil ■ Comparator Company Median ■ Comparator Company Maximum
(dollars in thousands)



* 39 percent of ExxonMobil CEO's realized pay in 2011 was from the exercise of stock options that were granted in 2001 and expired in 2011. No stock options have been granted since 2001.

ExxonMobil CEO's realized pay is below the compensation benchmark companies' median for most of his tenure.

12a CEO Realized Pay and Unrealized Pay vs. Compensation Benchmark Companies – Cumulative

CEO's Tenure 2006 to 2013	ExxonMobil	
	Rank Percentile	Position
Realized Pay	23%	10 of 13
Realized Pay and Unrealized Pay	41%	8 of 13

ExxonMobil CEO's realized pay and unrealized pay is at the 41st percentile of the compensation benchmark companies. With pension value and nonqualified deferred compensation included, the orientation will be between the 36th and 71st percentiles, depending on the method of quantifying pension values.

(1) The figures reflected above are calculated on a different basis from the grant date fair value of awards used in the Summary Compensation Table. Values for Caterpillar include estimates for FY 2013 as the 2014 proxy had not been filed as of April 15, 2014. Values for Procter & Gamble include values for the fiscal years ending June 30, 2006, through June 30, 2013.

ANNUAL BONUS PROGRAM

Bonus Program Formula

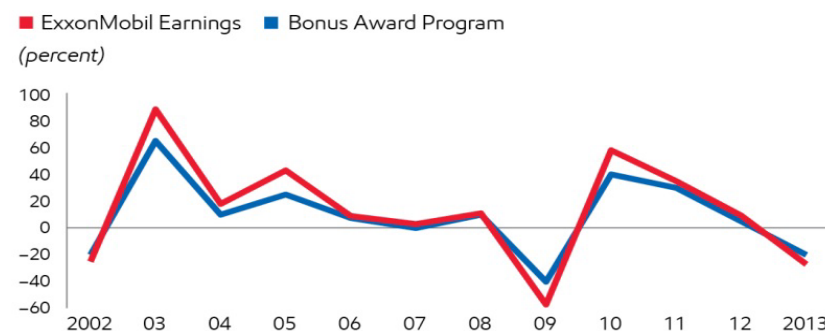
$$\begin{array}{l} \text{Earnings Change (Annual Percent Change)} \\ \times \text{Two-Thirds*} \\ \hline = \text{Percent Change in Annual Bonus Award Program} \end{array}$$

Performance Factors that Determine Annual Bonus

1. The bonus program is determined by **annual earnings**.
2. The bonus program differentiates for **individual performance**.
3. Half of the annual bonus is delayed until **cumulative earnings per share** (EPS) reach a specified level, further aligning the interests of executives with sustainable long-term growth in shareholder value.

The annual bonus is subject to recoupment in the case of a material negative restatement of ExxonMobil's financial or operating results.

14 Percent Change in Earnings vs. Percent Change in Bonus Award Program



The bonus program formula has been consistently applied in each of the last 12 years, including years in which earnings declined.

* The purpose of the two-thirds adjustment is to mitigate the impact of commodity price swings on short-term earnings performance.

EQUITY INCENTIVE PROGRAM

Vesting / Restriction Period

- 75 percent of the CEO's reported compensation in 2013 is in restricted stock units with vesting periods far longer than most companies across all industries.
- Half of the annual equity award is restricted for 10 years from grant date or until retirement, whichever is later.

15 CEO Equity Grant Vesting

Grant Years	Vest Years	Length of Vesting
2002–2007 ⁽¹⁾	2017 (assuming retirement)	10–15 years ⁽²⁾
2008–2013	2018–2023	10 years

- These extended holding periods have inherent risks unique to ExxonMobil's compensation program and are not fully quantified in traditional assessment models:
 - Stock Price Risk
 - Execution Risk
 - Commodity Price Risk
 - Business Cycle Risk
 - Forfeiture Risk

The aggregate level of risk increases with the holding period.

(1) Includes shares granted to the CEO between 2002 and 2005 before his appointment to CEO.

(2) Assuming retirement at age 65 in 2017, 50 percent of shares granted in 2002 will vest at retirement resulting in a 15-year vesting period. The vesting period for 50 percent of shares granted in 2003 is 14 years; 2004 is 13 years; 2005 is 12 years; 2006 is 11 years; and 2007 is 10 years.

SCALE AND SCOPE OF EXXONMOBIL

13 Scale of ExxonMobil vs. Compensation Benchmark Companies⁽⁴⁾

<i>(dollars in billions)</i>	Revenue ⁽⁵⁾	Market Capitalization	Assets ⁽⁶⁾	Net Income ⁽⁷⁾	Capital Expenditures ⁽⁷⁾
Comparator Companies					
Median	\$ 93	\$ 190	\$ 143	\$ 13.4	\$ 4.3
90th Percentile	\$ 147	\$ 256	\$ 274	\$ 21.9	\$ 20.5
ExxonMobil	\$ 390	\$ 439	\$ 347	\$ 32.6	\$ 42.5
ExxonMobil Rank (Percentile)	100	100	100	100	100
ExxonMobil – Multiple of Median	4.2x	2.3x	2.4x	2.4x	9.9x

In determining compensation levels, the Compensation Committee places the most emphasis on individual performance and business results.

- Size and complexity of ExxonMobil are considered among several factors.

(4) Financial data estimated based on publicly available information. Market capitalization is as of December 31, 2013.

(5) Trailing twelve months (TTM); excludes excise taxes and other sales-based taxes, if applicable.

(6) Excludes General Electric due to lack of comparability resulting from how assets are quantified and reported for its financial business.

(7) Trailing twelve months (TTM).

EXXONMOBIL PROGRAM VS. FORMULA-BASED PAY

Potential Misalignment of Formula-Based Pay with Long-Term Shareholder Experience

There is potential for an alternate formula-based program to result in unintended consequences including:

- Compensation that is misaligned with the gains or losses incurred by long-term shareholders through the use of steep payout factors.
- A focus on short-term results at the expense of long-term sustainable growth in shareholder value.
- Undermining the critical importance of sustainable risk management strategies.
- A shorter payout period due to the practical inability to forecast events much beyond the typical three-year vesting period.
- Undermining of the executive retention strategy.
- Compensation paid out or realized that differs significantly from grant values.

The ExxonMobil method of granting equity awards will result in executives seeing a one-for-one change in compensation through stock price that coincides with the experience of the long-term shareholder.

16 Formula-Based Payout Factors

Relative 3-Year TSR Rank	Payout as a Percentage of Target
Rank 1	200%
Rank 2	150%
Rank 3	75%
Rank 4	0%
Rank 5	0%



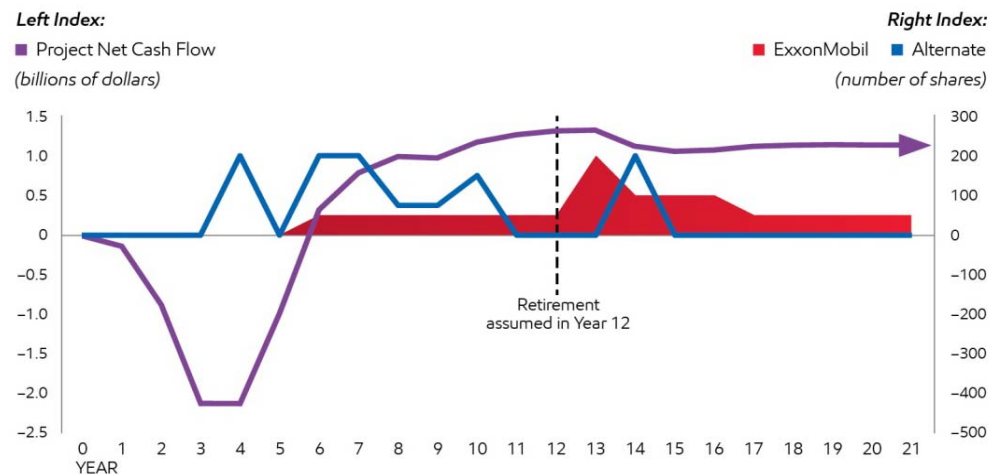
A typical approach to formula-based compensation.

EXXONMOBIL PROGRAM VS. FORMULA-BASED PAY

Potential Misalignment of Formula-Based Pay with ExxonMobil's Business Model

- Approximately 70 percent of cumulative stock-based awards granted over the illustrated time period for the ExxonMobil program will remain unvested and at risk during employment, versus approximately 30 percent for the alternate program.
- After retirement, the ExxonMobil senior executive will continue to have grants unvested and at risk of forfeiture for 10 years.

17 Integration of Project Net Cash Flow and Compensation Program Design
Payout Profiles for Annual Grants of 100 Shares



The ExxonMobil design of granting and vesting stock-based awards better aligns with the long-term investment lead times and risks of our business.

Annual investment required and cash flow generated by a typical ExxonMobil project.

ExxonMobil equity program: 50 percent of an annual grant of restricted stock or restricted stock units vests in 10 years or retirement, whichever is later, and the other 50 percent vests in five years.

Hypothetical alternate program: • Percent of target shares that pay out are shown in Chart 16 and depend on ExxonMobil's relative three-year TSR rank versus our primary competitors: Royal Dutch Shell, BP, Chevron, and Total.
• TSR ranking has been determined by a Monte Carlo simulation that applies equal probability to each rank position. The Monte Carlo simulation method is consistent with U.S. GAAP accounting principles for valuing performance stock awards.

EXXONMOBIL PROGRAM VS. FORMULA-BASED PAY

Summary

The Compensation Committee on multiple occasions has carefully analyzed alternative methods of granting stock-based awards and recognizing business performance and, for the reasons mentioned above, believes that a formula-based plan would not deliver the desired results for ExxonMobil or its shareholders.

The Committee believes that the current ExxonMobil stock-based program achieves the following:

- **Accountability:** Holds senior executives accountable for many years, extending well beyond retirement date, with long vesting periods;
- **Alignment:** Links financial gains or losses of each executive to the experience of the long-term shareholder and aligns strongly with ExxonMobil business model;
- **Performance and Results:** Keeps executives focused on delivering industry-leading results; and
- **Retention:** Supports continuity of leadership by encouraging a career orientation.

Vote 'FOR' Item 3: Advisory Vote to Approve Executive Compensation

- ExxonMobil's compensation program supports a business model that has weathered volatile commodity prices and industry business cycles for many years.
- Our compensation program has contributed to a culture of performance, integrity, reliability, and consistency.
- The Company has taken additional steps to address questions raised by shareholders including, on multiple occasions, careful consideration of alternative methods of granting stock-based awards.
- Our compensation program is designed to ensure that executives maintain an unwavering focus on the long-term performance of the business and the interests of shareholders.
- We believe ExxonMobil's business model and supporting compensation program will continue to serve shareholders well in the future.

**YOUR VOTE IS IMPORTANT: PLEASE VOTE 'FOR'
ADVISORY VOTE TO APPROVE EXECUTIVE COMPENSATION**

General Information

Corporate Headquarters

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Shareholder Relations

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Irving, TX 75014-0369

Market Information

The New York Stock Exchange is the principal exchange
on which Exxon Mobil Corporation common stock
(symbol XOM) is traded.

Annual Meeting

The 2014 Annual Meeting of Shareholders will be held at
9:30 a.m. Central Time on Wednesday, May 28, 2014, at:

The Morton H. Meyerson Symphony Center
2301 Flora Street
Dallas, TX 75201

An audio webcast with a slide presentation will
be provided on the Internet at exxonmobil.com.
Information about the webcast will be available
one week prior to the event.

EXXONMOBIL ON THE INTERNET

A quick, easy way to get information about ExxonMobil

ExxonMobil publications and important shareholder
information are available on the Internet
at exxonmobil.com:

- Publications
- Stock Quote
- Dividend Information
- Contact Information
- Speeches
- News Releases
- Investor Presentations
- Corporate Governance

The ExxonMobil logo, featuring the word "Exxon" in a stylized font with a slanted 'x' and "Mobil" in a standard sans-serif font, both in white.

QUESTIONS & ANSWERS