

EXXON MOBIL CORP
Form FWP
March 01, 2016

**Free Writing Prospectus
Filed Pursuant to Rule 433
Registration Statement No. 333-194609
February 29, 2016**

Pricing Term Sheet

Exxon Mobil Corporation

\$750,000,000 Floating Rate Notes due 2018 (the 2018 Floating Rate Notes)

\$250,000,000 Floating Rate Notes due 2019 (the 2019 Floating Rate Notes)

Issuer: Exxon Mobil Corporation (the Company)

Security: Senior Unsecured Floating Rate Notes

Principal Amount: \$750,000,000 of 2018 Floating Rate Notes
\$250,000,000 of 2019 Floating Rate Notes

Maturity Date: February 28, 2018 for the 2018 Floating Rate Notes
March 1, 2019 for the 2019 Floating Rate Notes

Interest Rate: Three Month LIBOR plus 0.60% per annum payable and reset quarterly for the
2018 Floating Rate Notes
Three Month LIBOR plus 0.78% per annum payable and reset quarterly for the
2019 Floating Rate Notes

Interest Payment Dates: Quarterly each February 28, May 28, August 28 and November 28, commencing
May 28, 2016, for the 2018 Floating Rate Notes
Quarterly each March 1, June 1, September 1 and December 1, commencing June 1,
2016, for the 2019 Floating Rate Notes

Price to Public: 100.000% for the 2018 Floating Rate Notes
100.000% for the 2019 Floating Rate Notes

Trade Date: February 29, 2016

Settlement Date: March 3, 2016 (T+3)

Denominations: \$2,000 and integral multiples of \$1,000 in excess thereof

CUSIP/ISIN: 30231G AS1/US30231GAS12 for the 2018 Floating Rate Notes
30231G AQ5/US30231GAQ55 for the 2019 Floating Rate Notes

Anticipated Ratings: Aaa (Moody's Investors Service, Inc.)
AAA (Standard & Poor's Ratings Services)

Joint Book-Running Managers: Citigroup Global Markets Inc.
J.P. Morgan Securities LLC
Merrill Lynch, Pierce, Fenner & Smith Incorporated
Barclays Capital Inc.
Morgan Stanley & Co. LLC

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Senior Co-Managers:

BNP Paribas Securities Corp.
HSBC Securities (USA) Inc.
Mizuho Securities USA Inc.
SG Americas Securities, LLC
Standard Chartered Bank

Co-Managers:

BNY Mellon Capital Markets, LLC
Credit Agricole Securities (USA) Inc.
Deutsche Bank Securities Inc.
Lebenthal & Co., LLC
The Williams Capital Group, L.P.
U.S. Bancorp Investments, Inc.
Wells Fargo Securities, LLC

\$1,000,000,000 1.439% Notes due 2018 (the 2018 Fixed Rate Notes)
 \$1,250,000,000 1.708% Notes due 2019 (the 2019 Fixed Rate Notes)
 \$2,500,000,000 2.222% Notes due 2021 (the 2021 Fixed Rate Notes)
 \$1,250,000,000 2.726% Notes due 2023 (the 2023 Fixed Rate Notes)
 \$2,500,000,000 3.043% Notes due 2026 (the 2026 Fixed Rate Notes)
 \$2,500,000,000 4.114% Notes due 2046 (the 2046 Fixed Rate Notes)

Issuer: Exxon Mobil Corporation (the Company)

Security: Senior Unsecured Fixed Rate Notes

Principal Amount: \$1,000,000,000 of 2018 Fixed Rate Notes
 \$1,250,000,000 of 2019 Fixed Rate Notes
 \$2,500,000,000 of 2021 Fixed Rate Notes
 \$1,250,000,000 of 2023 Fixed Rate Notes
 \$2,500,000,000 of 2026 Fixed Rate Notes
 \$2,500,000,000 of 2046 Fixed Rate Notes

Maturity Date: March 1, 2018 for the 2018 Fixed Rate Notes
 March 1, 2019 for the 2019 Fixed Rate Notes
 March 1, 2021 for the 2021 Fixed Rate Notes
 March 1, 2023 for the 2023 Fixed Rate Notes
 March 1, 2026 for the 2026 Fixed Rate Notes
 March 1, 2046 for the 2046 Fixed Rate Notes

Coupon (Interest Rate): 1.439% per annum for the 2018 Fixed Rate Notes
 1.708% per annum for the 2019 Fixed Rate Notes
 2.222% per annum for the 2021 Fixed Rate Notes
 2.726% per annum for the 2023 Fixed Rate Notes
 3.043% per annum for the 2026 Fixed Rate Notes
 4.114% per annum for the 2046 Fixed Rate Notes

Interest Payment Dates: Semi-annually each March 1 and September 1, commencing September 1, 2016, for the 2018 Fixed Rate Notes, the 2019 Fixed Rate Notes, the 2021 Fixed Rate Notes, the 2023 Fixed Rate Notes, the 2026 Fixed Rate Notes and the 2046 Fixed Rate Notes

Price to Public: 100.000% for the 2018 Fixed Rate Notes
 100.000% for the 2019 Fixed Rate Notes
 100.000% for the 2021 Fixed Rate Notes
 100.000% for the 2023 Fixed Rate Notes
 100.000% for the 2026 Fixed Rate Notes
 100.000% for the 2046 Fixed Rate Notes

Benchmark Treasury: 0.750% due February 28, 2018 for the 2018 Fixed Rate Notes
 0.750% due February 15, 2019 for the 2019 Fixed Rate Notes
 1.125% due February 28, 2021 for the 2021 Fixed Rate Notes
 1.500% due February 28, 2023 for the 2023 Fixed Rate Notes
 1.625% due February 15, 2026 for the 2026 Fixed Rate Notes
 3.000% due November 15, 2045 for the 2046 Fixed Rate Notes

Benchmark Treasury Yield:	<p>0.789% for the 2018 Fixed Rate Notes</p> <p>0.908% for the 2019 Fixed Rate Notes</p> <p>1.222% for the 2021 Fixed Rate Notes</p> <p>1.526% for the 2023 Fixed Rate Notes</p> <p>1.743% for the 2026 Fixed Rate Notes</p> <p>2.614% for the 2046 Fixed Rate Notes</p>
Spread to Benchmark Treasury:	<p>65 basis points for the 2018 Fixed Rate Notes</p> <p>80 basis points for the 2019 Fixed Rate Notes</p> <p>100 basis points for the 2021 Fixed Rate Notes</p> <p>120 basis points for the 2023 Fixed Rate Notes</p> <p>130 basis points for the 2026 Fixed Rate Notes</p> <p>150 basis points for the 2046 Fixed Rate Notes</p>
Yield to Maturity:	<p>1.439% for the 2018 Fixed Rate Notes</p> <p>1.708% for the 2019 Fixed Rate Notes</p> <p>2.222% for the 2021 Fixed Rate Notes</p> <p>2.726% for the 2023 Fixed Rate Notes</p> <p>3.043% for the 2026 Fixed Rate Notes</p> <p>4.114% for the 2046 Fixed Rate Notes</p>
Make-Whole Call:	<p>All or a portion of the Fixed Rate Notes will be redeemable at a redemption price equal to the greater of (i) 100% of the principal amount of the Fixed Rate Notes then outstanding to be redeemed or (ii) the sum of the present values of the remaining scheduled payments of principal and interest (excluding accrued and unpaid interest to but excluding the date of redemption) on the Fixed Rate Notes to be redeemed discounted to their present value as of the date of redemption on a semiannual basis (assuming a 360-day year consisting of twelve 30-day months), at any time prior to maturity at a discount rate of Treasury <i>plus</i> 10 basis points, for the 2018 Fixed Rate Notes, at any time prior to maturity at a discount rate of Treasury <i>plus</i> 12.5 basis points, for the 2019 Fixed Rate Notes, at any time prior to February 1, 2021 (one month prior to the maturity date of the 2021 Fixed Rate Notes) at a discount rate of Treasury <i>plus</i> 15 basis points, for the 2021 Fixed Rate Notes, at any time prior to January 1, 2023 (two months prior to the maturity date of the 2023 Fixed Rate Notes) at a discount rate of Treasury <i>plus</i> 20 basis points, for the 2023 Fixed Rate Notes, at any time prior to December 1, 2025 (three months prior to the maturity date of the 2026 Fixed Rate Notes) at a discount rate of Treasury <i>plus</i> 20 basis points, for the 2026 Fixed Rate Notes, and at any time prior to September 1, 2045 (six months prior to the maturity date of the 2046 Fixed Rate Notes) at a discount rate of Treasury <i>plus</i> 25 basis points, for the 2046 Fixed Rate Notes, <i>plus</i>, in each case, accrued and unpaid interest to but excluding the date of redemption</p>

Par Call:	<p>At any time on and after February 1, 2021 (one month prior to the maturity date of the 2021 Fixed Rate Notes), the Company may redeem the 2021 Fixed Rate Notes, in whole or in part, at 100% of the aggregate principal amount of 2021 Fixed Rate Notes to be redeemed, <i>plus</i> accrued and unpaid interest to but excluding the date of redemption</p> <p>At any time on and after January 1, 2023 (two months prior to the maturity date of the 2023 Fixed Rate Notes), the Company may redeem the 2023 Fixed Rate Notes, in whole or in part, at 100% of the aggregate principal amount of 2023 Fixed Rate Notes to be redeemed, <i>plus</i> accrued and unpaid interest to but excluding the date of redemption</p> <p>At any time on and after December 1, 2025 (three months prior to the maturity date of the 2026 Fixed Rate Notes), the Company may redeem the 2026 Fixed Rate Notes, in whole or in part, at 100% of the aggregate principal amount of 2026 Fixed Rate Notes to be redeemed, <i>plus</i> accrued and unpaid interest to but excluding the date of redemption</p> <p>At any time on and after September 1, 2045 (six months prior to the maturity date of the 2046 Fixed Rate Notes), the Company may redeem the 2046 Fixed Rate Notes, in whole or in part, at 100% of the aggregate principal amount of 2046 Fixed Rate Notes to be redeemed, <i>plus</i> accrued and unpaid interest to but excluding the date of redemption</p>
Trade Date:	February 29, 2016
Settlement Date:	March 3, 2016 (T+3)
Denominations:	\$2,000 and integral multiples of \$1,000 in excess thereof
CUSIP/ISIN:	30231G AU6/US30231GAU67 for the 2018 Fixed Rate Notes 30231G AP7/US30231GAP72 for the 2019 Fixed Rate Notes 30231G AV4/US30231GAV41 for the 2021 Fixed Rate Notes 30231G AR3/US30231GAR39 for the 2023 Fixed Rate Notes 30231G AT9/US30231GAT94 for the 2026 Fixed Rate Notes 30231G AW2/US30231GAW24 for the 2046 Fixed Rate Notes
Anticipated Ratings:	Aaa (Moody's Investors Service, Inc.) AAA (Standard & Poor's Ratings Services)
Joint Book-Running Managers:	Citigroup Global Markets Inc. J.P. Morgan Securities LLC Merrill Lynch, Pierce, Fenner & Smith Incorporated Barclays Capital Inc. Morgan Stanley & Co. LLC
Senior Co-Managers:	BNP Paribas Securities Corp.

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HSBC Securities (USA) Inc.
Mizuho Securities USA Inc.
SG Americas Securities, LLC
Standard Chartered Bank

Co-Managers:

BNY Mellon Capital Markets, LLC
Credit Agricole Securities (USA) Inc.
Deutsche Bank Securities Inc.
Lebenthal & Co., LLC
The Williams Capital Group, L.P.
U.S. Bancorp Investments, Inc.
Wells Fargo Securities, LLC

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

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