

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name Denbury Inc.		2 Issuer's employer identification number (EIN) 20-0467835	
3 Name of contact for additional information Mariana Jacobi	4 Telephone No. of contact 346-267-1097	5 Email address of contact mariana.l.jacobi@exxonmobil.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 22777 Springwoods Village Parkway		7 City, town, or post office, state, and ZIP code of contact Spring TX 77389	
8 Date of action 11/02/2023		9 Classification and description Denbury common stock	
10 CUSIP number DEN - 24790A101 XOM - 30231G102	11 Serial number(s)	12 Ticker symbol Denbury Inc. - DEN Exxon Mobil Corporation - XOM	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► On November 2, 2023, Exxon Mobil Corporation ("ExxonMobil") completed the acquisition of Denbury Inc. ("Denbury") pursuant to an Agreement and Plan of Merger (the "Merger Agreement"), whereby EMPF Corporation, a wholly owned subsidiary of ExxonMobil ("EMPF") merged with and into Denbury, with Denbury surviving as a wholly owned subsidiary of ExxonMobil (the "Merger") in a share for share exchange.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► The Merger, through a share for share exchange, is intended to qualify as a "reorganization" within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended, and ExxonMobil and Denbury intend to report the Merger consistent with such qualification.

Assuming the Merger qualifies as a reorganization within the meaning of Section 368(a), the aggregate tax basis in the shares of ExxonMobil common stock that the Denbury shareholders receive in the Merger are expected to equal such shareholder's aggregate adjusted tax basis in the Denbury common stock exchanged in the Merger pursuant to Section 358 (i.e., an exchanged basis).

Pursuant to the Merger, Denbury shareholders received 0.84 of an ExxonMobil share for each share of Denbury exchanged therefor. A more detailed description of the tax considerations of the Merger is provided in the Form S-4 Registration Statement filed with the U.S. Securities and Exchange Commission.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► See response to Line 15.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
Sections 368(a), 354(a)(1), and 358(a)

18 Can any resulting loss be recognized? ► **Assuming that the Merger qualifies as a reorganization within the meaning of Section 368(a), Denbury shareholders generally will not recognize any loss upon receipt of ExxonMobil common stock in the Merger, other than any loss recognized related to cash received in lieu of a fractional share of ExxonMobil common stock.**

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► **The Merger was effective on November 2, 2023. Consequently, the reportable taxable year of the holders of Denbury common stock for reporting the tax effect of the Merger is the taxable year that includes November 2, 2023. The information contained herein does not constitute tax advice and does not purport to be complete or address the consequences of any specific shareholder. Denbury shareholders should consult with their own tax advisors as to the tax consequences of the Merger in light of their particular circumstances, including the applicability and effect of the alternative minimum tax and any U.S. State or local, non-U.S. or other tax laws and of changes in those laws.**

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►

Robert Jordan

Date ►

12/12/2023

Print your name ► **Robert Jordan**

Title ►

Vice President

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054