SUNOCO INC Form 8-K August 02, 2012

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# FORM 8-K

# **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 2, 2012

SUNOCO, INC.

(Exact name of registrant as specified in its charter)

Pennsylvania (State or other jurisdiction

1-6841 (Commission 23-1743282 (IRS employer

of incorporation)

file number)

identification no.)

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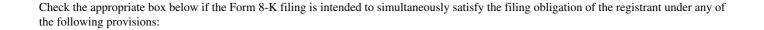
### 1818 Market Street, Suite 1500, Philadelphia, PA (Address of principal executive offices) 215-977-3000

19103 (Zip Code)

Registrant s telephone number, including area code

## NOT APPLICABLE

(Former name or former address, if changed since last report.)



- " Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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#### Item 2.02. Results of Operations and Financial Condition.

The press release announcing the financial results of Sunoco, Inc. (the Company) for the second quarter of 2012 is attached as Exhibit 99.1 and is incorporated herein by reference.

The information in this report, being furnished pursuant to Item 2.02 of Form 8-K, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities of that Section, and is not incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

#### Item 9.01. Financial Statements and Exhibits.

- (d) Exhibits
  - 99.1 Press release dated August 2, 2012.

#### **Safe Harbor Statement**

Statements contained in the exhibits to this report that state the Company s or its management s expectations or predictions of the future are forward-looking statements intended to be covered by the safe harbor provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934. The Company s actual results could differ materially from those projected in such forward-looking statements. Factors that could affect those results include those mentioned in the documents that the Company has filed with the Securities and Exchange Commission.

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#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sunoco, Inc. (Registrant)

Date: August 2, 2012

/s/ Joseph P. Krott Joseph P. Krott Comptroller (Principal Accounting Officer)