

SUNOCO INC
Form 8-K
April 02, 2003

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: April 2, 2003

SUNOCO, INC.

(Exact name of registrant as specified in its charter)

Pennsylvania
(State or other

jurisdiction of incorporation)

1-6841
(Commission file number)

23-1743282
(IRS employer

identification number)

Ten Penn Center, 1801 Market Street,

Philadelphia, PA
(Address of principal executive offices)

19103-1699
(Zip Code)

(215) 977-3000

(Registrant's telephone number, including area code)

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

99.1 Slide presentation given April 2, 2003 by executives of Sunoco, Inc.

Item 9. Regulation FD Disclosure.

On April 2, 2003, at the 31st Annual Howard Weil Energy Conference held in New Orleans, LA, executives of Sunoco, Inc. (the Company) presented to certain investors the information about the Company described in the slides attached to this report as Exhibit 99.1. Exhibit 99.1 and the slides thereof are incorporated by reference herein. The information in Item 9 of this report is being furnished, not filed, pursuant to Regulation FD. Accordingly, the information in Item 9 of this report will not be incorporated by reference into any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference. The furnishing of the information in this report is not intended to, and does not, constitute a determination or admission by the Company, that the information in this report is material or complete, or that investors should consider this information before making an investment decision with respect to any security of the Company or any of its affiliates.

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.

SIGNATURE

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 thereunto duly authorized.

SUNOCO, INC.

By /s/ JOSEPH P. KROTT

Joseph P. Krott

Comptroller

**(Principal Accounting
Officer)**

DATE April 2, 2003

EXHIBIT INDEX

**Exhibit
Number**

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