

SUNOCO INC
Form 8-K
March 28, 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: March 28, 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

19103-1699

(Address of principal executive offices)

(Zip Code)

(215) 977-3000

(Registrant's telephone number, including area code)

Item 5. Other Events.

On March 27, 2003, Sunoco, Inc. (the Company) issued a press release announcing that it had signed definitive agreements with Equistar Chemicals, L.P. (a joint venture between Lyondell Chemical Company and Millennium Chemicals Inc.) to:

(1) form a new limited partnership involving Equistar's LaPorte, TX ethylene facility; and

(2) purchase Equistar's Bayport polypropylene facility at Pasadena, TX.

The Company will pay a total consideration of \$190 million plus the value of the polypropylene inventory to purchase the Bayport facility and form the partnership. A copy of the press release is attached hereto as Exhibit 99.1.

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

(c) Exhibits

99.1 Sunoco, Inc. Press Release dated March 27, 2003.

99.2 Slide presentation given March 28, 2003 by executives of Sunoco, Inc. during investor teleconference.

Item 9. Regulation FD Disclosure.

On March 28, 2003, certain executives of Sunoco, Inc. (the Company) held a teleconference to discuss the Company's new limited partnership involving Equistar Chemicals, L.P.'s LaPorte, TX ethylene facility; and the Company's purchase of Equistar's Bayport polypropylene facility at Pasadena, TX. A copy of the slide presentation given during this teleconference is attached to this report as Exhibit 99.2, 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 Item 9 of 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

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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 March 28, 2003

EXHIBIT INDEX

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