SUNOCO INC Form DEFA14A March 17, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 14A INFORMATION

| | Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. |) | | | |
|--|--|---|--|--|--|
| Filed by the Registrant x | | | | | |
| Filed | Filed by a Party other than the Registrant " | | | | |
| Checl | Check the appropriate box: | | | | |
| x | Preliminary Proxy Statement CONFIDENTIAL, FOR USE OF THE COMMISSION ONLY (AS PERMITTED BY RULE 14A-6(E)(2)) Definitive Proxy Statement Definitive Additional Materials Soliciting Material Pursuant to Section 240.14a-11(c) or Section 240.14a-12 Sunoco, Inc. | | | | |
| | (Name of Registrant as Specified In Its Charter) | | | | |
| | (Name of Person(s) Filing Proxy Statement, if other than the Registrant) | _ | | | |
| Payment of Filing Fee (Check the appropriate box): | | | | | |
| X | No fee required | | | | |
| | Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11. | | | | |
| | (1) Title of each class of securities to which transaction applies: | | | | |
| | (2) Aggregate number of securities to which transaction applies: | | | | |

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| (3) | Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the an the filing fee is calculated and state how it was determined): | nount on which |
|---------|---|----------------------------|
| (4) | Proposed maximum aggregate value of transaction: | |
| (5) | Total fee paid: | |
| Che | paid previously with preliminary materials. ck box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of i | offsetting fee its filing. |
| (1) | Amount Previously Paid: | |
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| (2) | Form, Schedule or Registration Statement No.: | |
| | | |
| (3) | Filing Party: | |
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| (4) | Date Filed: | |
| | | |