Edgar Filing: SUNOCO INC - Form 4

SUNOCO IN	IC										
Form 4											
May 07, 200	7										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
UNITED STATES SECURITI					TIES AND EXCHANGE COMMISSION ington, D.C. 20549			OMB Number:	3235-0287		
Check this box									Expires:	January 31, 2005	
if no longer subject to STATEMENT OF CHAN				GES IN BENEFICIAL OWNERSH				NERSHIP OF		Estimated average burden hours per	
Section 1	Section 16. SECURIT				ITIES	TIES					
Form 4 or Form 5		Filed pursuant to Section 16(a) of the Securities Exchange A						A (C1024	response 0.		
obligation	• · · · ·						-				
may cont	inue.			vestment				1935 or Section	1		
See Instru 1(b).	iction	50(II)	of the m	vestment	Compan	y Ac	101194	-0			
1(0).											
(Print or Type F	Responses)										
1. Name and Address of Reporting Person * KAISER JAMES G2. Issuer Symbol				r Name and Ticker or Trading			ng	5. Relationship of Reporting Person(s) to			
								Issuer			
SUNOC			CO INC [SUN]				(Check all applicable)				
(Last) (First) (Middle) 3. Date of			3. Date of	ate of Earliest Transaction				(chorn an approact)			
				/Day/Year)			_X_Director10% Owner				
1735 MARKET STREET 05/03/2			007				Officer (give titleOther (specifybelow)below)				
			endment, Date Original			6. Individual or Joint/Group Filing(Check Applicable Line)					
			onth/Day/Year)								
								X Form filed by One Reporting Person			
PHILADEL	PHIA, PA 1910	3-7583						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	T 11	IN D	• .•	a	•.• •				
	``	-					-	uired, Disposed of		-	
1.Title of	2. Transaction Da			3. Transactio	4. Securi			5. Amount of	6. Ownership Form: Direct		
Security (Instr. 3)	(Month/Day/Year	any	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)					Securities Beneficially	(D) or	Beneficial	
(-	(Month/Day/Year)		(Instr. 8)			Owned	· /	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Cala V	A	or	Duitere	(Instr. 3 and 4)			
Common				Code V		(D)	Price \$				
Stock	05/03/2007			J <u>(1)</u>	518	А	φ 77.16	19,209.9	D		
Stock							//.10				

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year) f				8. Pr Deri Secu (Inst
			Code V	(A) (D)) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Share Units	<u>(2)</u>	05/03/2007	А	801.56	(3)	(3)	Common Stock	801.56	\$ 7-

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KAISER JAMES G 1735 MARKET STREET PHILADELPHIA, PA 19103-7583	Х						
Signatures							
Louisa K. Cresson, Attorney-in-fact Kaiser	05/07/2007						
**Signature of Reporting Perso	Date						

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (3) Not Applicable
- (2) Conversion rate is 1 for 1.
- (4) Yearly election credit credited as Restricted Share Units acquired pursuant to the Sunoco, Inc. Directors' Deferred Compensation Plan II, in transaction exempt under Rule 16b-3(d).
- (1) Granted pursuant to Rule 16b-3(d)(1).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.