### Edgar Filing: SUNOCO INC - Form 4

SUNOCO INC

Form 4 March 03, 20												
FORM	FORM 4 LINUTED STATES SECURITIES AND EVOLUTION COMMISSION								OMB APPROVAL			
-	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549								OMB Number:	3235-0287		
Check this if no long subject to Section 10 Form 4 or	er <b>STATEM</b> 5.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES							NERSHIP OF	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940												
(Print or Type R	esponses)											
1. Name and Address of Reporting Person *2HOFMANN THOMAS WSy						Ficker or T	Frading	g	5. Relationship of Reporting Person(s) to Issuer			
	SUNOCO INC [SUN]						(Check all applicable)					
(Last) 1735 MARK	(	<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>03/02/2006</li></ul>						Director 10% Owner X Officer (give title Other (specify below) below) Sr. V.P. & Chief Fin. Officer				
				Amendment, Date Original I(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PHILADEL	PHIA, PA 19103	-7583							Form filed by N Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed onth/Day/Year) Execution Date, i any (Month/Day/Yea		3. 4. Securities TransactionAcquired (A) Code Disposed of (Instr. 8) (Instr. 3, 4 ar (A o Code V Amount (E)				)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	03/02/2006			G <u>(1)</u>	V	200	D	\$0	51,007	D		

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)

**Reporting Owners** 

\*\*

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.

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

# **Explanation of Responses:**

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(1) Gift to 501(c)(3) tax exempt entity.

\*\*Signature of Reporting Person

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. onNumber	6. Date Exerce Expiration D		7. Titl Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Hondin Day) (Car)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e		Under Secur	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Relationships

Officer

## **Reporting Owners**

**Reporting Owner Name / Address** 

HOFMANN THOMAS W Sr. V.P. & Chief Fin. Officer **1735 MARKET STREET** PHILADELPHIA, PA 19103-7583 Signatures John J. DiRocco, Jr., Attorney-in-fact for Thomas W. 03/03/2006 Hofmann Date

10% Owner

Director

Other

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