## Edgar Filing: PEW ROBERT ANDERSON - Form 4

	T ANDERSON	ſ								
Form 4	2005									
September 13	Л								PPROVAL	
Check this box				CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 HANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					3235-0287 January 31, 2005 average urs per . 0.5	
Form 5 obligation: may contin <i>See</i> Instruct 1(b).	s Section 17(	nge Act of 1934, of 1935 or Sectio 940								
(Print or Type Ro	esponses)									
1. Name and Address of Reporting Person <u>*</u> PEW ROBERT ANDERSON (Last) (First) (Middle)			Symbol	er Name <b>an</b> CO INC [		Trading	5. Relationship of Reporting Person(s) to Issuer			
				-			(Check all applicable)			
(			3. Date of Earliest Transaction (Month/Day/Year) 09/09/2005				X_ Director 10% Owner Officer (give title Other (specify below) below)			
				endment, D onth/Day/Yea	-	al	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
	2. Transaction Date Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Repo	rt on a separate line	for each cla	ass of sec	urities bene	Perso	ons who res	or indirectly. spond to the collect ained in this form	are not	SEC 1474 (9-02)	

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## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Ι
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(

	Derivative Security				(D)	Disposed of (D) (Instr. 3, 4,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Share Units	<u>(1)</u>	09/09/2005	A <u>(2)</u>		29.52		08/08/1988	08/08/1988	Common Stock	29.52	

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
1	Director	10% Owner	Officer	Other				
PEW ROBERT ANDERSON 1735 MARKET STREET PHILADELPHIA, PA 19103-7583	Х							
Signatures								
John J. DiRocco, Jr., Attorney-in-fa A. Pew	09/	/13/2005						
**Signature of Reporting Pers	on			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).

Total of 10,632.404 Restricted Share Units beneficially owned following reported transaction. Reported item reflects the 2-for-1 split of Sunoco, Inc.'s Common Stock effectuated on August 1, 2005. This stock split resulted in a doubling of the shares of Sunoco Common(3) Stock, and related derivative securities, previously reported as being beneficially owned by the reporting person. Also, as a result of the

- split, the trading price of Sunoco Common Stock and the exercise or conversion price of related derivative securities was effectively halved.
- (2) Dividend equivalents credited as restricted share units acquired pursuant to the Sunoco, Inc. Directors' Deferred Compensation Plan, in transaction exempt under Rule 16b-3(d).
- (1) The conversion rate is 1 for 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.