# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

<b>FORM</b>	8-K
	OIL

# **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (date of earliest event reported): April 23, 2013

# SUNOCO LOGISTICS PARTNERS L.P.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 1-31219 (Commission file number) 23-3096839 (IRS employer identification number)

1818 Market Street, Suite 1500, Philadelphia, PA (Address of principal executive offices) 19103 (Zip Code)

(866) 248-4344 (Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

#### Item 8.01. Other Events.

On Tuesday, April 23, 2013, Sunoco Logistics Partners L.P. (the "Partnership") announced that Sunoco Partners LLC, its general partner, declared a cash distribution for the first quarter 2013 of \$0.5725 per common unit (\$2.29 annualized) to be paid on May 15, 2013 to unit holders of record on May 9, 2013. A copy of the press release announcing the declaration of this distribution is being filed herewith as Exhibit 99.1.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit

No. Exhibit

99.1 Sunoco Logistics Partners L.P. press release dated April 23, 2013.

#### Safe Harbor Statement

Statements contained in this report, or the exhibits to this report, that state the Partnership's expectations or predictions of the future are forward-looking statements and are inherently uncertain. Actual results could differ materially from those projected in such forward-looking statements. Factors that could affect such results include those mentioned in the documents that the Partnership has filed with the Securities and Exchange Commission. The Partnership undertakes no obligation to update forward-looking statements as a result of new information, future developments or otherwise, except as expressly required by law. All forward-looking statements in this current report on Form 8-K are qualified in their entirety by this cautionary statement.

# **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 LOGISTICS PARTNERS L.P.

By: Sunoco Partners LLC, its General Partner

By: /s/ KATHLEEN SHEA-BALLAY

Kathleen Shea-Ballay Senior Vice President, General Counsel and Corporate Secretary

April 23, 2013 Philadelphia, PA

# EXHIBIT INDEX

Exhibit No.

Exhibit

99.1 Sunoco Logistics Partners L.P. press release dated April 23, 2013.



News Release Sunoco Logistics Partners L.P. 1818 Market Street Philadelphia, PA 19103

For release: Immediately

For further information contact: Peter Gvazdauskas (investors) 215-977-6322 Joseph McGinn (media) 215-977-3237

#### SUNOCO LOGISTICS ANNOUNCES SECOND CONSECUTIVE 5 PERCENT QUARTER OVER QUARTER DISTRIBUTION INCREASE

*The Partnership announces* 32<sup>nd</sup> *successive quarterly distribution increase overall* 

PHILADELPHIA, April 23, 2013 – Sunoco Logistics Partners L.P. (NYSE: SXL) (the "Partnership") today announced that Sunoco Partners LLC, its general partner, has declared a cash distribution for the first quarter 2013 of \$0.5725 per common unit (\$2.29 annualized) to be paid on May 15, 2013 to unit holders of record on May 9, 2013. This represents a 5 percent increase over the fourth quarter 2012 cash distribution of \$0.5450 per common unit (\$2.18 annualized) and a 34 percent increase over the first quarter 2012 cash distribution of \$0.4275 per common unit (\$1.71 annualized). This represents the thirty-second successive quarter the partnership has increased its distribution.

"We are pleased to announce our second consecutive 5 percent quarter over quarter increase in our distribution," said Michael J. Hennigan, president and chief executive officer. "We continue to execute our strategy for growth. We are committed to growing stable, ratable cash flow for the Partnership and distributing that cash to our owners."

#### ABOUT SUNOCO LOGISTICS

Sunoco Logistics Partners L.P. (NYSE: SXL), headquartered in Philadelphia, is a master limited partnership that owns and operates a logistics business consisting of a geographically diverse portfolio of complementary crude oil and refined product pipeline, terminalling, and acquisition and marketing assets. SXL's general partner is owned by Energy Transfer Partners, L.P. (NYSE: ETP). For more information, visit the Sunoco Logistics Partners L.P. web site at <a href="https://www.sunocologistics.com">www.sunocologistics.com</a>.

This release is intended to be a qualified notice under Treasury Regulation Section 1.1446-4(b). Brokers and nominees should treat one hundred percent (100%) of distributions by Sunoco Logistics Partners L.P. to non-U.S. investors as being attributable to income that is effectively connected with a United States trade or business. Accordingly, distributions by Sunoco Logistics Partners L.P. to non-U.S. investors are subject to federal income tax withholding at the highest applicable effective tax rate.

Portions of this document constitute forward-looking statements as defined by federal law. Although Sunoco Logistics Partners L.P. believes that the assumptions underlying these statements are reasonable, investors are cautioned that such forward-looking statements are inherently uncertain and necessarily involve risks that may affect the Partnership's business prospects and performance causing actual results to differ from those discussed in the foregoing release. Such risks and uncertainties include, by way of example and not of limitation: whether or not the transactions described in the foregoing news release will be cash flow accretive; increased competition; changes in demand for crude oil and refined products that we store and distribute; changes in operating conditions and costs; changes in the level of environmental remediation spending; potential equipment malfunction; potential labor issues; the legislative or regulatory environment; plant construction/repair delays; nonperformance by major customers or suppliers; and political and economic conditions, including the impact of potential terrorist acts and international hostilities. These and other applicable risks and uncertainties have been described more fully in the Partnership's Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 1, 2013, and in the Partnership's subsequent Form 8-K filings. The Partnership undertakes no obligation to update any forward-looking statements in this release, whether as a result of new information or future events.