

SUNCOR ENERGY INC  
Form 6-K  
June 04, 2008

## SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

### Form 6-K

#### Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 under  
the Securities Exchange Act of 1934

For the month of: **June 2008**

Commission File Number: **1-12384**

### SUNCOR ENERGY INC.

(Name of Registrant)

**112 Fourth Avenue S.W.**

**P.O. Box 38**

**Calgary, Alberta**

**Canada T2P 2V5**

(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F

Form 40-F

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

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Yes

No

If  is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

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The exhibit filed on this Form 6-K is expressly incorporated by reference into this report and is hereby incorporated by reference as an exhibit to the registrant's Registration Statement on Form F-9 (File No. 333-151347).

| <b>Exhibit</b> | <b>Description of Exhibit</b>  |
|----------------|--|
| 99.1           | Terms Agreement and Underwriting Agreement Standard Provisions, dated June 3, 2008, between Suncor Energy Inc. and the underwriters named therein. |

**SIGNATURES**

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.

**SUNCOR ENERGY INC.**

Date: June 4, 2008

By: /s/ Terrence J. Hopwood  
Name: Terrence J. Hopwood  
Title: Senior Vice President and  
General Counsel