Research Circular #RS12-519

DATE: October 5, 2012
TO: Permit Holders
FROM: Scott Speer

RE: **Sunoco, Inc. ("SUN") Election Merger COMPLETED with Energy Transfer Partners, L.P. ("ETP")**

Shareholders of Sunoco, Inc. ("SUN") voted on Thursday, October 4, 2012, and approved a proposed Merger between SUN and Energy Transfer Partners, L.P. ("ETP") Pursuant to the terms of the Merger, each share of SUN Common Stock outstanding immediately prior to the consummation of the Merger will be converted as follows:

1) An amount of SUN Shares will be converted into Energy Transfer Partners, L.P. ("ETP") Units so that the aggregate ETP common units paid to all Sunoco shareholders is equal to 0.5245 of an ETP common unit per share.

2) An amount of SUN Shares will be converted into cash so that the aggregate cash paid to all Sunoco shareholders is equal to $25.00 per share.

Please be aware that the **SUN1** option contracts currently represent: (A) 100 shares of Sunoco, Inc. ("SUN") Common Stock; plus (B) 53 shares of SunCoke Energy, Inc. ("SXC") Common Stock; plus (C) $0.68 cash, and has a contract multiplier of 100. See CBOE Research Circular #RS11-850, dated December 23, 2011, for more information on the previous contract adjustment.

The merger became effective prior to the open of business today, Friday, October 5, 2012.

The Election

The merger will attain the aggregate results indicated above. However, individual SUN Shareholders had an opportunity to:

a) Elect to receive 0.5245 ETP common units and $25.00 in cash (the Standard Mix Election); OR,

b) Elect to 1.0490 ETP common units (the Unit Election), subject to proration. OR,

c) Elect to receive $50.00 in cash (the Cash Election), subject to proration. OR,

d) Register no preference by not making an election (Non-Electing).

Under the terms of the election, shares which are not subject to effective valid election were treated as non-electing shares and converted into the right to receive the Standard Mix Election.

Contract Adjustments

Pursuant to Article VI, Section 11, of OCC's By-Laws, all outstanding SUN & adj. SUN1 options shall be adjusted/further adjusted to reflect the Merger Consideration per SUN share to be received for a Non-Election as follows.

Each **SUN** option contract, **on Friday, October 5, 2012**, will require the receipt or delivery of: **(A) 52 Energy Transfer Partners, L.P. ("ETP") Common Units; plus (B) $2,500.00 cash; plus (C) cash in lieu of 0.45 fractional ETP Common**

Units. Premiums for the adjusted SUN options will continue to be calculated on the basis of a multiplier of 100, *i.e.,* for premium and strike-price extensions, 1.00 will equal $100. The SUN option symbol will REMAIN THE SAME FOR (1) ONE DAY, AND change to **ETP2,** effective for Monday, October 8, 2012.

Each previously adjusted **SUN1** option contract, **on Friday, October 5, 2012**, will require the receipt or delivery of: **(A) 52 Energy Transfer Partners, L.P. ("ETP") Common Units; plus (B) $2,500.68 cash; plus (C) 53 shares of SunCoke Energy, Inc. ("SXC") Common Stock; plus (D) cash in lieu of 0.45 fractional ETP Common Units.** Premiums for the further adjusted SUN1 options will continue to be calculated on the basis of a multiplier of 100, *i.e.,* for premium and strike-price extensions, 1.00 will equal $100. The adjusted SUN1 option symbol will REMAIN THE SAME FOR (1) ONE DAY, AND change to **ETP1,** effective for Monday, October 8, 2012.

Questions regarding this memo can be addressed to Options Industry Services at 1-888-OPTIONS (1-888-678-4667). CBOE contract adjustment memos can also be accessed from CBOE.com at the following web address:

http://www.cboe.com/ContractAdjustments