

SUNCOR ENERGY INC  
Form 6-K  
February 02, 2011

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 6-K

**Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

For the month of: February 2011

Commission File Number: 1-12384

### **SUNCOR ENERGY INC.**

(Name of registrant)

**150 Sixth Avenue S.W.  
P.O. Box 2844  
Calgary, Alberta  
Canada, T2P 3E3**

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

Yes  No

If "Yes" is marked, indicate the number assigned to the registrant in connection with Rule 12g3-2(b):

N/A

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**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.**

By: "Shawn Poirier"

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Shawn Poirier  
Assistant Corporate Secretary

Date: February 2, 2011

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**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description of Exhibit</b>   |
|----------------|---|
| 99.1           | Press Release Dated February 2, 2011                                  |
| 99.2           | Report to Shareholders for the fourth quarter ended December 31, 2010 |

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SIGNATURES

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