



NEWS RELEASE

Sunoco LP to Acquire Northeast-Based Fuel Distributor

8/18/2015

HOUSTON, Aug. 18, 2015 /PRNewswire/ -- Sunoco LP (NYSE: SUN) announced today that one of its wholly owned subsidiaries has entered into an agreement to purchase a wholesale motor fuel distribution business serving the Northeastern United States for approximately \$57 million plus the value of inventory on hand at the time of closing.

The business distributes approximately 55 million gallons a year of branded and unbranded gasolines, including Sunoco-branded fuels. As part of the transaction, SUN's subsidiary will also acquire 30 fee and leased properties -- including company-owned, dealer-operated and consignment sites -- as well as supply contracts with dealer-owned and operated sites.

The purchase will complement SUN's existing wholesale fuel distribution business in the Northeastern U.S. SUN plans to integrate the new business quickly and efficiently into its extensive fuel distribution network currently serving 30 states. The transaction is expected to be immediately accretive to SUN with respect to distributable cash flow.

The transaction is expected to close in the fourth quarter, subject to customary closing conditions, and will be funded using amounts available under SUN's revolving credit facility.

About Sunoco LP

Sunoco LP (NYSE: SUN) is a master limited partnership (MLP) that operates more than 830 convenience stores and retail fuel sites and also distributes motor fuel to convenience stores, independent dealers, commercial customers

and distributors. SUN conducts its business through wholly owned subsidiaries, as well as through its 31.58 percent interest in Sunoco, LLC, in partnership with an affiliate of its parent company, Energy Transfer Partners, L.P. (NYSE:ETP). While primarily engaged in natural gas, natural gas liquids, crude oil and refined products transportation, ETP also operates a retail and fuel distribution business through its interest in Sunoco, LLC, as well as wholly owned subsidiary, Sunoco, Inc., which operate approximately 440 convenience stores and retail fuel sites. For more information, visit the Sunoco LP website at www.SunocoLP.com.

Forward-Looking Statements

This news release contains "forward-looking statements" which may describe SUN's objectives, expected results of operations, targets, plans, strategies, costs, anticipated capital expenditures, potential acquisitions, new store openings and/or new dealer locations, management's expectations, beliefs or goals regarding proposed transactions between ETP and SUN, the expected timing of those transactions and the future financial and/or operating impact of those transactions, including the anticipated integration process and any related benefits, opportunities or synergies. These statements are based on current plans, expectations and projections and involve a number of risks and uncertainties that could cause actual results and events to vary materially, including but not limited to: execution, integration, environmental and other risks related to acquisitions (including the Susser drop-down, and future drop-downs) and our overall acquisition strategy; competitive pressures from convenience stores, gasoline stations, other non-traditional retailers and other wholesale fuel distributors located in SUN's and Sunoco, LLC's markets; dangers inherent in storing and transporting motor fuel; SUN's or Sunoco, LLC's ability to renew or renegotiate long-term distribution contracts with customers; changes in the price of and demand for motor fuel; changing consumer preferences for alternative fuel sources or improvement in fuel efficiency; competition in the wholesale motor fuel distribution industry; seasonal trends; severe or unfavorable weather conditions; increased costs; environmental laws and regulations; dangers inherent in the storage of motor fuel; reliance on suppliers to provide trade credit terms to adequately fund ongoing operations; acts of war and terrorism; dependence on information technology systems; SUN's and ETP's ability to consummate any proposed transactions, or to satisfy the conditions precedent to the consummation of such transactions; successful development and execution of integration plans; ability to realize anticipated synergies or cost-savings and the potential impact of the transactions on employee, supplier, customer and competitor relationships; and other unforeseen factors. For a full discussion of these and other risks and uncertainties, refer to the "Risk Factors" section of SUN's and ETP's most recently filed annual reports on Form 10-K and quarterly report on 10-Q for the quarter ending March 31, 2015. These forward-looking statements are based on and include our estimates as of the date hereof. Subsequent events and market developments could cause our estimates to change. While we may elect to update these forward-looking statements at some point in the future, we specifically disclaim any obligation to do so, even if new information becomes available, except as may be required by applicable law.

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