UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

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

November 3, 2026
Date of Report (Date of earliest event reported)

SUNOCO LP
(Exact name of registrant as specified in its charter)

Texas	**001-35653**	**30-0740483**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

8111 Westchester Drive, Suite 400
Dallas , Texas 75225
(Address of principal executive offices, including zip code)

(214) 981-0700
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Units Representing Limited Partner Interests	**SUN**	**Texas Stock Exchange**

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02 Results of Operations and Financial Condition.

The following information is furnished under Item 2.02, "Results of Operations and Financial Condition." This information, including the information contained in Exhibit 99.1 hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On November 3, 2026, Sunoco LP issued a news release announcing its results for the third fiscal quarter ended September 30, 2026 and providing access information for an investor conference call to discuss those results. A copy of the news release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is hereby incorporated by reference into this Item 2.02. The conference call will be available for replay approximately 365 days following the date of the call at www.SunocoLP.com.

Item 7.01. Regulation FD Disclosure.

On November 3, 2026, Sunoco LP issued a press release to announce third quarter 2026 financial and operating results. A copy of the press release is set forth in Exhibit 99.1 and is incorporated herein by reference. In accordance with General Instruction B.2 of Form 8-K, the information set forth in the attached Exhibit 99.1 is deemed to be "furnished" and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

In accordance with General Instruction B.2 of Form 8-K, the information set forth in the attached Exhibit 99.1 is deemed to be "furnished" and shall not be deemed to be "filed" for purposes of Section 18 of the Exchange Act.

Exhibit Number	Exhibit Description
99.1	Press Release dated November 3, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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 hereunto duly authorized.

SUNOCO LP

By: Sunoco GP LLC, its general partner

Date: November 3, 2026

By: */s/ Rick Raymer*

Rick Raymer

Vice President, Controller and Principal Accounting Officer

News Release

Sunoco LP and SunocoCorp LLC Report Third Quarter 2026 Financial and Operating Results

- Reports exceptional third quarter results, including net income of $499 million, Adjusted EBITDA[(1)] of $1.060 billion, excluding one-time transaction-related expenses[(2)], and Distributable Cash Flow, as adjusted[(1)], of $588 million
- Expects to exceed 2026 Adjusted EBITDA guidance range of $3.5 billion to $3.7 billion
- Completes the acquisition of Offen Petroleum on October 27, 2026
- Increases quarterly distribution by 1.25%; represents an increase of over 10% versus the third quarter of 2025
- Delivers approximately 25% growth to Distributable Cash Flow[(1)] per common unit and returns to leverage target in less than one year following the acquisition of Parkland

DALLAS, November 3, 2026 - Sunoco LP (TXSE: SUN) (“SUN” or the “Partnership”) and SunocoCorp LLC (TXSE: SUNC) ("SUNC") today reported financial and operating results for the quarter ended September 30, 2026.

Financial and Operational Highlights Attributable to Sunoco LP

Net income for the third quarter of 2026 was $499 million compared to $137 million in the third quarter of 2025.

Adjusted EBITDA for the third quarter of 2026 was $1.049 billion compared to $489 million in the third quarter of 2025. Adjusted EBITDA for the third quarter of 2026 and 2025 included $11 million and $7 million, respectively, of one-time transaction-related expenses.

Distributable Cash Flow, as adjusted, for the third quarter of 2026 was $588 million compared to $326 million in the third quarter of 2025.

Adjusted EBITDA for the Fuel Distribution segment for the third quarter of 2026 was $523 million compared to $232 million in the third quarter of 2025. Adjusted EBITDA for the third quarter of 2026 and 2025 included $9 million and $6 million, respectively, of one-time transaction-related expenses. The segment sold approximately 4.2 billion gallons of fuel in the third quarter of 2026. Fuel margin for all gallons sold was 16.8 cents per gallon for the third quarter of 2026.

Adjusted EBITDA for the Pipeline Systems segment for the third quarter of 2026 was $166 million compared to $182 million in the third quarter of 2025. The segment averaged throughput volumes of approximately 1.3 million barrels per day in the third quarter of 2026.

Adjusted EBITDA for the Terminals segment for the third quarter of 2026 was $122 million compared to $75 million in the third quarter of 2025. Adjusted EBITDA for the third quarter of 2026 and 2025 included $2 million and $1 million, respectively, of one-time transaction-related expenses. The segment averaged throughput volumes of approximately 1.0 million barrels per day in the third quarter of 2026.

Adjusted EBITDA for the Refinery segment for the third quarter of 2026 was $238 million. The segment averaged throughput volumes of approximately 57 thousand barrels per day in the third quarter of 2026.

Distribution

On October 22, 2026, SUN and SUNC announced a distribution for the third quarter of 2026 of $1.0148 per unit, or $4.0592 per unit on an annualized basis. This represents an increase of approximately 1.25% as compared with the quarter ended June 30, 2026 and an increase of over 10% as compared to the third quarter of 2025.

This is the eighth consecutive quarterly increase in SUN's distribution and is consistent with SUN's capital allocation strategy which includes a multi-year distribution growth rate of at least 5%.

The SUN and SUNC quarterly distributions will be paid on November 19, 2026, to holders of the representative securities of record on November 6, 2026.

Liquidity and Leverage

At September 30, 2026, SUN had long-term debt of approximately $13.2 billion and approximately $2.3 billion of liquidity remaining on its revolving credit facility. SUN’s leverage ratio of net debt to Adjusted EBITDA, calculated in accordance with its revolving credit facility, was approximately 3.5 times at the end of the third quarter.

Capital Spending

SUN's total capital expenditures in the third quarter of 2026 were $237 million, which includes $121 million of growth capital and $116 million of maintenance capital. This includes the Partnership's proportionate share of capital expenditures related to its joint ventures with Energy Transfer.

SUN’s segment results and other supplementary data are provided after the financial tables below.

SunocoCorp LLC

SUNC owns a limited partner interest in SUN. SUNC consolidates SUN's results into its financial statements, which is reflected in the consolidated balance sheets and condensed consolidated statement of operations tables attached hereto.

(1) Adjusted EBITDA and Distributable Cash Flow, as adjusted, are non-GAAP financial measures of performance that have limitations and should not be considered as a substitute for net income. Please refer to the discussion and tables under “Supplemental Information” later in this news release for a discussion of our use of Adjusted EBITDA and Distributable Cash Flow, as adjusted, and a reconciliation to net income.
A reconciliation of non-GAAP forward looking information to corresponding GAAP measures cannot be provided without unreasonable efforts due to the inherent difficulty in quantifying certain amounts due to a variety of factors, including the unpredictability of commodity price movements and future charges or reversals outside the normal course of business which may be significant.

(2) Transaction-related expenses include certain one-time expenses incurred with acquisitions. The Partnership’s definition of Adjusted EBITDA includes transaction-related expenses. However, given the magnitude of the acquisitions during the periods presented, as well as the expenses related to those transactions, the Partnership is reporting Adjusted EBITDA excluding these expenses in order to portray the Partnership’s performance for the period without the impact of these one-time items.

Earnings Conference Call

Sunoco LP management will hold a conference call on Tuesday, November 3, 2026, at 9:00 a.m. Central Time (10:00 a.m. Eastern Time) to discuss results and recent developments. The conference call will be broadcast live via an internet webcast, which can be accessed in the Investor Relations section of Sunoco’s website at www.sunocolp.com under Webcasts and Presentations. The call will also be available for replay on the Partnership's website for a limited time.

About Sunoco

Sunoco LP is a leading energy infrastructure and fuel distribution master limited partnership operating across 33 countries and territories in North America, the Greater Caribbean and Europe. The Partnership’s midstream operations include an extensive network of approximately 14,000 miles of pipeline and over 170 terminals. This critical infrastructure complements the Partnership’s fuel distribution operations which distribute over 17 billion gallons annually to approximately 11,000 Sunoco and partner-branded retail locations, as well as independent dealers and commercial customers. SUN's general partner is owned by Energy Transfer LP (TXSE: ET).

SunocoCorp LLC is a publicly traded limited liability company that owns a direct limited partner interest in Sunoco LP.

SUN and SUNC are headquartered in Dallas, Texas. More information is available at www.sunocolp.com

Forward-Looking Statements

This news release may include certain statements concerning expectations for the future that are forward-looking statements as defined by federal law. Such forward-looking statements are subject to a variety of known and unknown risks, uncertainties, and other factors that are difficult to predict and many of which are beyond management's control. An extensive list of factors that can affect future results, including future distribution levels, are discussed in the Partnership's and Company's Annual Reports on Form 10-K and other documents filed from time to time with the Securities and Exchange Commission. The Partnership and the Company undertake no obligation to update or revise any forward-looking statement to reflect new information or events.

The information contained in this press release is available on our website at www.sunocolp.com

Contacts

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– Financial Schedules Follow –

SUNOCO LP
CONSOLIDATED BALANCE SHEETS
(Dollars in millions)
(unaudited)

	September 30, 2026	December 31, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	$ 760	$ 891
Accounts receivable, net	4,270	1,972
Accounts receivable from affiliates	58	—
Inventories, net	2,403	2,383
Other current assets	317	270
Total current assets	7,808	5,516
Property, plant and equipment	16,082	15,256
Accumulated depreciation	(2,544)	(1,848)
Property, plant and equipment, net	13,538	13,408
Other assets:		
Operating lease right-of-use assets, net	1,541	1,449
Goodwill	3,123	3,026
Intangible assets, net	2,355	2,411
Other non-current assets	878	928
Investments in unconsolidated affiliates	1,607	1,624
Total assets	$ 30,850	$ 28,362
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable	$ 3,929	$ 2,485
Accounts payable to affiliates	644	331
Accrued expenses and other current liabilities	1,313	953
Operating lease current liabilities	185	211
Current maturities of long-term debt	7	17
Total current liabilities	6,078	3,997
Operating lease non-current liabilities	1,375	1,255
Long-term debt, net	13,156	13,372
Advances from affiliates	76	78
Deferred tax liabilities	1,069	1,139
Other non-current liabilities	584	512
Total liabilities	22,338	20,353
Commitments and contingencies		
Equity:		
Limited partners:		
Preferred unitholders (1,500,000 units issued and outstanding as of September 30, 2026 and December 31, 2025)	1,477	1,507
Common unitholders (136,896,738 units issued and outstanding as of September 30, 2026 and 136,866,854 units issued and outstanding as of December 31, 2025)	4,405	3,970
Class C unitholders - held by subsidiaries (16,410,780 units issued and outstanding as of September 30, 2026 and December 31, 2025)	—	—
Class D unitholder (51,517,198 units issued and outstanding as of September 30, 2026 and December 31, 2025)	2,693	2,538
Accumulated other comprehensive loss	(63)	(6)
Total equity	8,512	8,009
Total liabilities and equity	$ 30,850	$ 28,362

SUNOCO LP
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Dollars in millions, except per unit data)
(unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
REVENUES	$ 18,029	$ 6,032	$ 42,978	$ 16,601
COSTS AND EXPENSES:				
Cost of sales (excluding items shown separately below)	16,469	5,386	38,265	14,733
Operating expenses	327	162	1,038	450
General and administrative	147	51	461	140
Lease expense	56	19	165	54
Loss on disposal of assets and impairment charges	10	3	12	4
Depreciation, amortization and accretion	280	159	848	469
Total cost of sales and operating expenses	17,289	5,780	40,789	15,850
OPERATING INCOME	740	252	2,189	751
OTHER INCOME (EXPENSE):				
Interest expense, net	(197)	(131)	(602)	(375)
Equity in earnings of unconsolidated affiliates	31	40	120	103
Loss on extinguishment of debt	(1)	(12)	(2)	(31)
Other, net	32	(1)	(59)	(2)
INCOME BEFORE INCOME TAXES	605	148	1,646	446
Income tax expense	106	11	220	16
NET INCOME	$ 499	$ 137	$ 1,426	$ 430
Less: Preferred unitholders' interest in net income	29	4	88	4
Less: Class D unitholder's interest in net income	108	—	306	—
NET INCOME ATTRIBUTABLE TO COMMON UNITS	$ 362	$ 133	$ 1,032	$ 426
NET INCOME PER COMMON UNIT:				
Basic	$ 2.08	$ 0.64	$ 5.89	$ 2.19
Diluted	$ 2.07	$ 0.64	$ 5.85	$ 2.18
WEIGHTED AVERAGE COMMON UNITS OUTSTANDING:				
Basic	136,896,631	136,604,533	136,893,440	136,436,142
Diluted	137,898,246	137,346,932	137,732,781	137,135,374
CASH DISTRIBUTION PER COMMON UNIT	$ 1.0148	$ 0.9202	$ 3.0070	$ 2.7266

SUNOCO LP
SUPPLEMENTAL INFORMATION
(Dollars and units in millions)
(unaudited)

	Three Months Ended September 30,	
	2026	2025
Net income	$ 499	$ 137
Depreciation, amortization and accretion	280	159
Interest expense, net	197	131
Non-cash unit-based compensation expense	7	5
Loss on disposal of assets and impairment charges	10	3
Loss on extinguishment of debt	1	12
Unrealized (gains) losses on commodity derivatives	(57)	15
Inventory valuation adjustments	(19)	(10)
Equity in earnings of unconsolidated affiliates	(31)	(40)
Adjusted EBITDA related to unconsolidated affiliates	56	58
Other non-cash adjustments	—	8
Income tax expense	106	11
Adjusted EBITDA [1]	1,049	489
Transaction-related expenses	11	7
Adjusted EBITDA [1], excluding transaction-related expenses	$ 1,060	$ 496
Adjusted EBITDA [1]	$ 1,049	$ 489
Adjusted EBITDA related to unconsolidated affiliates	(56)	(58)
Distributable cash flow from unconsolidated affiliates	53	54
Series A Preferred Units distributions	(29)	(4)
Cash interest expense	(189)	(120)
Current income tax expense	(138)	(4)
Maintenance capital expenditures [2]	(113)	(38)
Distributable Cash Flow	577	319
Transaction-related expenses and adjustments [3]	11	7
Distributable Cash Flow, as adjusted [1]	$ 588	$ 326
Distributions to Partners:		
Limited Partners	$ 191	$ 126
General Partner	76	42
Total distributions to be paid to partners	$ 267	$ 168
Limited Partner units outstanding - end of period [4]	188.4	136.6

(1) Adjusted EBITDA is defined as net income before net interest expense, income tax expense, depreciation, amortization and accretion expense, non-cash compensation expense, gains and losses on disposal of assets, non-cash impairment charges, losses on extinguishment of debt, unrealized gains and losses on commodity derivatives, inventory valuation adjustments, certain foreign currency transaction gains and losses and certain other operating expenses reflected in net income that we do not believe are indicative of ongoing core operations. We define Distributable Cash Flow as Adjusted EBITDA less preferred unit distributions, cash interest expense, including the accrual of interest expense related to our long-term debt which is paid on a semi-annual basis, current income tax expense, maintenance capital expenditures and other non-cash adjustments. For Distributable Cash Flow, as adjusted, certain transaction-related adjustments and non-recurring expenses are excluded.

We believe Adjusted EBITDA and Distributable Cash Flow, as adjusted, are useful to investors in evaluating our operating performance because:

- Adjusted EBITDA is used as a performance measure under our revolving credit facility;
- securities analysts and other interested parties use such metrics as measures of financial performance, ability to make distributions to our unitholders and debt service capabilities;
- our management uses them for internal planning purposes, including aspects of our consolidated operating budget and capital expenditures; and
- Distributable Cash Flow, as adjusted, provides useful information to investors as it is a widely accepted financial

indicator used by investors to compare partnership performance, and as it provides investors an enhanced perspective of the operating performance of our assets and the cash our business is generating.

Adjusted EBITDA and Distributable Cash Flow, as adjusted, are not recognized terms under GAAP and do not purport to be alternatives to net income as measures of operating performance or to cash flows from operating activities as a measure of liquidity. Adjusted EBITDA and Distributable Cash Flow, as adjusted, have limitations as analytical tools, and one should not consider them in isolation or as substitutes for analysis of our results as reported under GAAP. Some of these limitations include:

- they do not reflect our total cash expenditures, or future requirements for capital expenditures or contractual commitments;
- they do not reflect changes in, or cash requirements for, working capital;
- they do not reflect interest expense or the cash requirements necessary to service interest or principal payments on our revolving credit facility or senior notes;
- although depreciation, amortization and accretion are non-cash charges, the assets being depreciated, amortized and accreted will often have to be replaced in the future, and Adjusted EBITDA does not reflect cash requirements for such replacements; and
- as not all companies use identical calculations, our presentation of Adjusted EBITDA and Distributable Cash Flow, as adjusted, may not be comparable to similarly titled measures of other companies.

Adjusted EBITDA reflects amounts for the unconsolidated affiliates based on the same recognition and measurement methods used to record equity in earnings of unconsolidated affiliates. Adjusted EBITDA related to unconsolidated affiliates excludes the same items with respect to the unconsolidated affiliates as those excluded from the calculation of Adjusted EBITDA, such as interest, taxes, depreciation, amortization, accretion and other non-cash items. Although these amounts are excluded from Adjusted EBITDA related to unconsolidated affiliates, such exclusion should not be understood to imply that we have control over the operations and resulting revenues and expenses of such affiliates. We do not control our unconsolidated affiliates; therefore, we do not control the earnings or cash flows of such affiliates. The use of Adjusted EBITDA or Adjusted EBITDA related to unconsolidated affiliates as an analytical tool should be limited accordingly. Inventory valuation adjustments that are excluded from the calculation of Adjusted EBITDA represent changes in lower of cost or market reserves on the Partnership's inventory. These amounts are unrealized valuation adjustments applied to fuel volumes remaining in inventory at the end of the period.

(2) For the three months ended September 30, 2026 and 2025, excludes $4 million for our proportionate share of maintenance capital expenditures related to our investments in ET-S Permian and J.C. Nolan, as these amounts are included in “Distributable cash flow from unconsolidated affiliates.”

(3) For the three months ended September 30, 2026 and 2025, SUN incurred $11 million and $7 million of transaction-related expenses, respectively.

(4) Limited Partner units outstanding at the end of period includes 136.9 million common units and 51.5 million Class D units.

SUNOCO LP
SUMMARY ANALYSIS OF QUARTERLY RESULTS BY SEGMENT
(Tabular dollar amounts in millions)
(unaudited)

	Three Months Ended September 30,	
	2026	2025
Segment Adjusted EBITDA:		
Fuel Distribution	$ 523	$ 232
Pipeline Systems	166	182
Terminals	122	75
Refinery	238	—
Adjusted EBITDA	1,049	489
Transaction-related expenses	11	7
Adjusted EBITDA, excluding transaction-related expenses	$ 1,060	$ 496

The following analysis of segment operating results includes a measure of segment profit. Segment profit is a non-GAAP financial measure and is presented herein to assist in the analysis of segment operating results and particularly to facilitate an understanding of the impacts that changes in sales revenues have on the segment performance measure of Segment Adjusted EBITDA. Segment profit is similar to the GAAP measure of gross profit, except that segment profit excludes charges for depreciation, amortization and accretion. The most directly comparable measure to segment profit is gross profit.

The following table presents a reconciliation of segment profit to gross profit:

	Three Months Ended September 30,	
	2026	2025
Fuel Distribution segment profit	$ 924	$ 329
Pipeline Systems segment profit	185	189
Terminals segment profit	208	128
Refinery segment profit	243	—
Total segment profit	1,560	646
Depreciation, amortization and accretion, excluding corporate and other	279	159
Gross profit	$ 1,281	$ 487

Fuel Distribution

	Three Months Ended September 30,	
	2026	2025
Motor fuel gallons sold (millions)	4,197	2,295
Motor fuel profit cents per gallon [1]	16.8 ¢	10.7 ¢
Fuel profit	$ 723	$ 254
Non-fuel profit	154	44
Lease profit	47	31
Fuel Distribution segment profit	924	329
Unrealized (gains) losses on commodity risk management activities	(55)	15
Expenses, excluding non-cash unit-based compensation expense [2]	(365)	(110)
Adjusted EBITDA related to unconsolidated affiliates	6	—
Inventory valuation adjustments	(19)	(9)
Other	32	7
Segment Adjusted EBITDA	523	232
Transaction-related expenses	9	6
Segment Adjusted EBITDA, excluding transaction-related expenses	$ 532	$ 238

[1] Excludes the impact of inventory valuation adjustments consistent with the definition of Adjusted EBITDA.

[2] Includes operating expenses, general and administrative and lease expense.

Volumes. For the three months ended September 30, 2026 compared to the same period last year, volumes increased primarily due to the Parkland Acquisition.

Segment Adjusted EBITDA. For the three months ended September 30, 2026 compared to the same period last year, Segment Adjusted EBITDA related to our Fuel Distribution segment increased due to the net impact of the following:

- an increase of $515 million in segment profit (excluding unrealized gains and losses on commodity risk management activities and inventory valuation adjustments) primarily due to the Parkland Acquisition and other acquisitions; and
- an increase of $6 million in Adjusted EBITDA related to unconsolidated affiliates due to investments acquired in the Parkland Acquisition; partially offset by
- an increase of $255 million in expenses primarily due to the Parkland Acquisition.

Pipeline Systems

	Three Months Ended September 30,	
	2026	2025
Pipelines throughput (thousand barrels per day)	1,333	1,296
Pipeline Systems segment profit	$ 185	$ 189
Expenses, excluding non-cash unit-based compensation expense [1]	(64)	(65)
Adjusted EBITDA related to unconsolidated affiliates	45	58
Segment Adjusted EBITDA	166	182
Transaction-related expenses	—	—
Segment Adjusted EBITDA, excluding transaction-related expenses	$ 166	$ 182

[1] Includes operating expenses, general and administrative and lease expense.

Volumes. For the three months ended September 30, 2026 compared to the same period last year, the increase in throughput volumes reflected the impact of modest growth across most pipeline systems.

Segment Adjusted EBITDA. For the three months ended September 30, 2026 compared to the same period last year, Segment Adjusted EBITDA related to our Pipeline Systems segment decreased due to the net impact of the following:

- a decrease of $4 million in segment profit primarily due to prior period contract deficiency payments; and
- a decrease of $13 million in Adjusted EBITDA related to ET-S Permian; partially offset by
- a decrease of $1 million in expenses primarily due to lower maintenance costs and repairs.

Terminals

	Three Months Ended September 30,	
	2026	2025
Throughput (thousand barrels per day)	1,040	683
Terminals segment profit	$ 208	$ 128
Expenses, excluding non-cash unit-based compensation expense [1]	(86)	(52)
Inventory valuation adjustments	—	(1)
Segment Adjusted EBITDA	122	75
Transaction-related expenses	2	1
Segment Adjusted EBITDA, excluding transaction-related expenses	$ 124	$ 76

[1] Includes operating expenses, general and administrative and lease expense.

Volumes. For the three months ended September 30, 2026 compared to the same period last year, volumes increased due to recently acquired assets.

Segment Adjusted EBITDA. For the three months ended September 30, 2026 compared to the same period last year, Segment Adjusted EBITDA related to our Terminals segment increased due to the net impact of the following:

- an increase of $81 million in segment profit (excluding inventory valuation adjustments) primarily due to the acquisitions of Parkland and TanQuid, as well as improvement in our transmix business performance; partially offset by
- an increase of $34 million in expenses primarily due to the acquisitions of Parkland and TanQuid.

Refinery

	Three Months Ended September 30,	
	2026	2025
Crude utilization	99 %	— %
Composite utilization	105 %	— %
Crude throughput (thousand barrels per day)	54	—
Bio-feedstock throughput (thousand barrels per day)	3	—
Refinery segment profit [1]	$ 243	$ —
Unrealized gains on commodity risk management activities	(2)	—
Expenses, excluding non-cash unit-based compensation expense [2]	(8)	—
Adjusted EBITDA related to unconsolidated affiliates	5	—
Segment Adjusted EBITDA	238	—
Transaction-related expenses	—	—
Segment Adjusted EBITDA, excluding transaction-related expenses	$ 238	$ —

[1] Includes $47 million of production costs, supply and logistics, and terminal operating costs for the three months ended September 30, 2026.

[2] Includes operating expenses, general and administrative and lease expense.

Volumes. For the three months ended September 30, 2026 compared to the same period last year, volumes increased due to recently acquired assets.

Segment Adjusted EBITDA. For the three months ended September 30, 2026 compared to the same period last year, Segment Adjusted EBITDA related to our Refinery segment increased due to the Parkland Acquisition.

SUNOCOCORP LLC FINANCIAL INFORMATION

The following section provides financial information for SUNC. SUNC's separate financial statements will reflect SUN on a consolidated basis for all periods; accordingly, the information below reflects SUN on a consolidated basis for the entire period.

SUNOCOCORP LLC
CONSOLIDATED BALANCE SHEETS
(Dollars in millions)
(unaudited)

	September 30, 2026	December 31, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	$ 760	$ 891
Accounts receivable, net	4,270	1,972
Accounts receivable from affiliates	57	—
Inventories, net	2,403	2,383
Other current assets	317	270
Total current assets	7,807	5,516
Property, plant and equipment	16,082	15,256
Accumulated depreciation	(2,544)	(1,848)
Property, plant and equipment, net	13,538	13,408
Other assets:		
Operating lease right-of-use assets, net	1,541	1,449
Goodwill	3,123	3,026
Intangible assets, net	2,355	2,411
Other non-current assets	878	928
Investments in unconsolidated affiliates	1,607	1,624
Total assets	$ 30,849	$ 28,362
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable	$ 3,929	$ 2,485
Accounts payable to affiliates	641	331
Accrued expenses and other current liabilities	1,315	953
Operating lease current liabilities	185	211
Current maturities of long-term debt	7	17
Total current liabilities	6,077	3,997
Operating lease non-current liabilities	1,375	1,255
Long-term debt, net	13,156	13,372
Advances from affiliates	76	78
Deferred tax liabilities	1,141	1,135
Other non-current liabilities	584	512
Total liabilities	22,409	20,349
Commitments and contingencies		
Equity:		
Common unitholders (51,517,198 units issued and outstanding as of September 30, 2026 and December 31, 2025)	2,621	2,542
Accumulated other comprehensive loss	(63)	(6)
Total Member's Equity	2,558	2,536
Noncontrolling interests	5,882	5,477
Total equity	8,440	8,013
Total liabilities and equity	$ 30,849	$ 28,362

SUNOCOCORP LLC
CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS
(Dollars in millions, except per unit data)
(unaudited)

	Three Months Ended September 30, 2026	Nine Months Ended September 30, 2026
REVENUES:	$ 18,029	$ 42,978
COSTS AND EXPENSES:		
Cost of sales (excluding items shown separately below)	16,469	38,265
Operating expenses	327	1,038
General and administrative	147	461
Lease expense	56	165
Loss on disposal of assets and impairment charges	10	12
Depreciation, amortization and accretion	280	848
Total cost of sales and operating expenses	17,289	40,789
OPERATING INCOME	740	2,189
OTHER INCOME (EXPENSE):		
Interest expense, net	(197)	(602)
Equity in earnings of unconsolidated affiliates	31	120
Loss on extinguishment of debt	(1)	(2)
Other, net	32	(59)
INCOME BEFORE INCOME TAXES	605	1,646
Income tax expense	133	296
NET INCOME	472	1,350
Less: Net income attributable to noncontrolling interests	391	1,120
NET INCOME ATTRIBUTABLE TO MEMBERS	$ 81	$ 230
NET INCOME PER COMMON UNIT:		
Basic	$ 1.57	$ 4.46
Diluted	$ 1.55	$ 4.42
WEIGHTED AVERAGE COMMON UNITS OUTSTANDING:		
Basic	51,517,198	51,517,198
Diluted	51,598,805	51,571,581
CASH DISTRIBUTION PER COMMON UNIT	$ 1.0148	$ 3.0070

SUNOCOCORP LLC
SUPPLEMENTAL INFORMATION
(Dollars and units in millions)
(unaudited)

	Three Months Ended September 30, 2026
Reconciliation of net income to Adjusted EBITDA:	
Net income	$ 472
Depreciation, amortization and accretion	280
Interest expense, net	197
Non-cash unit-based compensation expense	7
Loss on disposal of assets and impairment charges	10
Loss on extinguishment of debt	1
Unrealized gains on commodity derivatives	(57)
Inventory valuation adjustments	(19)
Equity in earnings of unconsolidated affiliates	(31)
Adjusted EBITDA related to unconsolidated affiliates	56
Income tax expense	133
Adjusted EBITDA [(1)]	1,049
Transaction-related expenses [(3)]	11
Adjusted EBITDA [(1)], excluding transaction-related expenses	$ 1,060
Adjusted EBITDA [(1)]	$ 1,049
Adjusted EBITDA related to unconsolidated affiliates	(56)
Distributable cash flow from unconsolidated affiliates	53
Sunoco Series A Preferred Unit Holders' Distributions	(29)
Cash interest expense	(189)
Income tax expense, current	(138)
Maintenance capital expenditures [(2)]	(113)
Distributable Cash Flow (consolidated)	577
Distributable Cash Flow from Sunoco LP	(577)
Distributions from Sunoco LP	52
Distributable Cash Flow attributable to the common unitholders of SunocoCorp	$ 52
Distributions to common unitholders	$ 52
Common units outstanding - end of period	51.5

(1) Adjusted EBITDA is defined as net income before net interest expense, income tax expense, depreciation, amortization and accretion expense, non-cash compensation expense, gains and losses on disposal of assets, non-cash impairment charges, losses on extinguishment of debt, unrealized gains and losses on commodity derivatives, inventory valuation adjustments, certain foreign currency transaction gains and losses and certain other operating expenses reflected in net income that we do not believe are indicative of ongoing core operations. We define Distributable Cash Flow as Adjusted EBITDA less preferred unit distributions, cash interest expense, including the accrual of interest expense related to our long-term debt which is paid on a semi-annual basis, current income tax expense, maintenance capital expenditures and other non-cash adjustments. On a consolidated basis, Distributable Cash Flow includes 100% of the Distributable Cash Flow of Sunoco LP; however, given the existence of noncontrolling interests in Sunoco LP, the Distributable Cash Flow generated by Sunoco LP is not available in its entirety to be distributed to SunocoCorp’s unitholders. In order to reflect the cash flows available for distribution to SunocoCorp’s unitholders, we have reported for SunocoCorp Distributable Cash Flow attributable to its common unitholders, which reflects distributions to be received by SunocoCorp from Sunoco LP.

We believe Adjusted EBITDA and Distributable Cash Flow are useful to SunocoCorp's investors in evaluating its

performance because:

- Adjusted EBITDA is used as a performance measure under our revolving credit facility;
- securities analysts and other interested parties use such metrics as measures of financial performance, ability to make distributions to our unitholders and debt service capabilities;
- our management uses them for internal planning purposes, including aspects of our consolidated operating budget and capital expenditures; and
- Distributable Cash Flow provides useful information to investors as it is a widely accepted financial indicator used by investors to compare partnership performance, and as it provides investors an enhanced perspective of the operating performance of our assets and the cash our business is generating.

Adjusted EBITDA and Distributable Cash Flow are not recognized terms under GAAP and do not purport to be alternatives to net income as measures of operating performance or to cash flows from operating activities as a measure of liquidity. Adjusted EBITDA and Distributable Cash Flow have limitations as analytical tools, and one should not consider them in isolation or as substitutes for analysis of our results as reported under GAAP. Some of these limitations include:

- they do not reflect our total cash expenditures, or future requirements for capital expenditures or contractual commitments;
- they do not reflect changes in, or cash requirements for, working capital;
- they do not reflect interest expense or the cash requirements necessary to service interest or principal payments on our revolving credit facility or senior notes;
- although depreciation, amortization and accretion are non-cash charges, the assets being depreciated, amortized and accreted will often have to be replaced in the future, and Adjusted EBITDA does not reflect cash requirements for such replacements; and
- as not all companies use identical calculations, our presentation of Adjusted EBITDA and Distributable Cash Flow may not be comparable to similarly titled measures of other companies.

Adjusted EBITDA reflects amounts for the unconsolidated affiliates based on the same recognition and measurement methods used to record equity in earnings of unconsolidated affiliates. Adjusted EBITDA related to unconsolidated affiliates excludes the same items with respect to the unconsolidated affiliates as those excluded from the calculation of Adjusted EBITDA, such as interest, taxes, depreciation, amortization, accretion and other non-cash items. Although these amounts are excluded from Adjusted EBITDA related to unconsolidated affiliates, such exclusion should not be understood to imply that we have control over the operations and resulting revenues and expenses of such affiliates. We do not control our unconsolidated affiliates; therefore, we do not control the earnings or cash flows of such affiliates. The use of Adjusted EBITDA or Adjusted EBITDA related to unconsolidated affiliates as an analytical tool should be limited accordingly. Inventory valuation adjustments that are excluded from the calculation of Adjusted EBITDA represent changes in lower of cost or market reserves on the Sunoco LP's inventory. These amounts are unrealized valuation adjustments applied to fuel volumes remaining in inventory at the end of the period.

(2) For the three months ended September 30, 2026, excludes $4 million for our proportionate share of maintenance capital expenditures related to our investments in ET-S Permian and J.C. Nolan, as these amounts are included in “Distributable cash flow from unconsolidated affiliates.”

(3) For the three months ended September 30, 2026, SUN incurred $11 million of transaction-related expenses.