

IMPERIAL OIL LTD  
Form 8-K  
May 17, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**  
**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): May 17, 2012

IMPERIAL OIL LIMITED

(Exact name of registrant as specified in its charter)

|   |                          |                                   |
|---|--------------------------|-----------------------------------|
| Canada  | 0-12014                  | 98-0017682                        |
| (State or other jurisdiction<br>of incorporation)   | (Commission File Number) | (IRS Employer Identification No.) |
| 237 Fourth Avenue S.W., Calgary, Alberta, Canada    |                          | T2P 3M9                           |
| (Address of principal executive offices)            |                          | (Zip Code)                        |
| Registrant's telephone number, including area code: | <u>1-800-567-3776</u>    |                                   |

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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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))

Item 8.01 Other Events.

On May 17, 2012, Imperial Oil Limited, by means of a press release, announced that it was evaluating the future of its Dartmouth refinery. A copy of the press release is attached as Exhibit 99.1 to this report.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is furnished as part of this report on Form 8-K:

99.1 News release of the Company on May 17, 2012 announcing that it was evaluating the future of its Dartmouth refinery.

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 hereunto duly authorized.

IMPERIAL OIL LIMITED

Date: May 17, 2012

By: */s/ Brian Livingston*

Name: Brian Livingston  
Title: Vice-President, General Counsel and  
Corporate Secretary

By: */s/ Cathryn Walker*

Name: Cathryn Walker  
Title: Assistant Corporate Secretary