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EXHIBIT 1

CANADA BUSINESS
CORPORATIONS ACT

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FORM 6

NOTICE OF DIRECTORS
OR NOTICE OF CHANGE OF DIRECTORS

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1 - Name of Corporation - Denomination de la societe

2 - Corpor

SUNCOR ENERGY INC.

3 - The following persons became directors of this
corporation:

Les personnes suiv
de la presente soc

Effective Date - Date d'entree en vigueur - April 26, 2002

Name - Nom	Residential Address - Adresse residentielle	Occupation
BRIAN A. FELESKY	3400, 350 Seventh Avenue S.W. Calgary, Alberta, T2P 3N9	Barrister & Solici
MICHAEL W. O'BRIEN	112 Fourth Avenue S.W. Calgary, Alberta, T2P 2V5	Executive

4 - The following persons ceased to be directors of this
corporation:

Les personnes suiv
administrateurs de

Effective Date - Date d'entree en vigueur - April 26, 2002

Name - Nom	Residential Address - Adresse residentielle
POUL HANSEN	1401 Crown Street, North Vancouver, British Columbia, V7J 1G4
W. ROBERT WYMAN	710, 1489 Marine Drive, West Vancouver, British Columbia, V7T

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5 - The directors of this corporation now are:

Les administrateurs
maintenant:

Name - Nom	Residential Address - Adresse residentielle	Occupation
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See Schedule "A" attached
hereto and forming a part hereof

Date	Signature	Description of Office
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April 26, 2002	"JANICE B. ODEGAARD" JANICE B. ODEGAARD	Vice President, Asst. to President and Corporate Secretary
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SCHEDULE "A" TO A NOTICE OF CHANGE OF DIRECTORS
OF SUNCOR ENERGY INC.
DATED THE 26TH DAY OF APRIL, 2002

5 - The directors of this corporation now are:

Les administrateurs
maintenant:

Name - Nom	Residential Address - Adresse residentielle	Occupation
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BENSON, Mel	28 Silverwood Drive N.W. Calgary, Alberta T3R 1E2	Businessman
CANFIELD, Brian A.	8th Floor, 555 Robson Street Vancouver, British Columbia V6B 3K9	Executive
DAVIES, Bryan P.	Royal Bank Plaza P.O. Box 1 Toronto, Ontario M5J 2J5	Executive
FELESKY, Brian A.	3400, 350 Seventh Avenue S.W. Calgary, Alberta T2P 3N9	Executive

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FERGUSON, John T.	1400, 9915 - 108 Street Edmonton, Alberta T5J 2G8	Executive
GEORGE, Richard L.	112 Fourth Avenue S.W., Box 38 Calgary, Alberta T2P 2V5	Executive
HUFF, John R.	11911 FM 529 Houston, Texas U.S.A. TX 77041	Executive
KORTHALS, Robert W.	77 King Street West, Suite 4545 Toronto, Ontario M5K 1K2	Executive
McCAIG, M. Ann	5909 Elbow Drive S.W. Calgary, Alberta T2V 1H7	Businesswoman
O'BRIEN, Michael W.	112 Fourth Avenue S.W., Box 38 Calgary, Alberta T2P 2V5	Executive
SHAW, JR	900, 630 Third Avenue S.W. Calgary, Alberta T2P 4L4	Executive

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.

Date: April 26, 2002

By: "JANICE B. ODEGAARD"

JANICE B. ODEGAARD
Vice President,
Associate General Counsel and
Corporate Secretary