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IMPERIAL OIL LTD
Form 8-K
May 26, 2009

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 25, 2009

IMPERIAL OIL LIMITED

(Exact name of registrant as specified in its charter)

Canada
(State or other jurisdiction of
incorporation)

0-12014
(Commission File Number)

98-0017682
(IRS Employer Identification No.)

237 Fourth Avenue S.W., Calgary, Alberta, Canada
(Address of principal executive offices)
Registrant's telephone number, including area code: 1-800-567-3776

T2P 3M9
(Zip Code)

(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)
- .. 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))

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“ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01 Other Events.

On May 25, 2009, Imperial Oil Limited, by means of a news release, announced that its board of directors has approved the first phase of the Kearl oil sands project, a surface mining operation northeast of Fort McMurray, Alberta.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

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

- 99.1 News release of Imperial Oil Limited announcing that its board of directors has approved the first phase of the Kearl oil sands project, a surface mining operation northeast of Fort McMurray, Alberta.

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 25, 2009

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

By: /s/ Brent Latimer
Name: Brent Latimer
Title: Assistant Secretary