

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): August 8, 2013

IMPERIAL OIL LIMITED

(Exact name of registrant as specified in its charter)

<u>Canada</u> (State or other jurisdiction of incorporation)	<u>0-12014</u> (Commission File Number)	<u>98-0017682</u> (IRS Employer Identification No.)
<u>237 Fourth Avenue S.W., Calgary, Alberta</u> (Address of principal executive offices)		<u>T2P 3M9</u> (Zip Code)

Registrant's telephone number, including area code: (800) 567-3776

(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))
- 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 August 8, 2013, the Company announced an agreement with ConocoPhillips under which the Company and ExxonMobil Canada will acquire ConocoPhillips' interest in the Clyden oil sands lease, 150 kilometres south of Fort McMurray, Alberta. A copy of the news release of the Company and ExxonMobil Canada 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 and ExxonMobil Canada on August 8, 2013 announcing an agreement with ConocoPhillips under which the Company and ExxonMobil Canada will acquire ConocoPhillips' interest in the Clyden oil sands lease.

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: August 8, 2013

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



Imperial Oil Limited
237 - 4th Avenue S.W.
Calgary, AB T2P 0H6

News Release

Imperial and ExxonMobil Canada Acquire ConocoPhillips' Interest in Clyden Oil Sands Lease

- 226,000 gross acres amenable to SAGD recovery
- Acreage is near Imperial's Corner lease holdings
- Transaction subject to federal Competition Bureau review

Calgary, Alberta, August 8, 2013 - Imperial Oil and ExxonMobil Canada have acquired ConocoPhillips' interest in the Clyden oil sands lease, 150 kilometres south of Fort McMurray, Alberta.

The Clyden lease is near Imperial's Corner lease holdings and contains 226,000 gross acres amenable to the in-situ recovery technique called Steam-Assisted Gravity Drainage (SAGD).

Imperial Oil Resources will purchase a 27.5 percent interest in the leasehold. ExxonMobil Canada will purchase the remaining 72.5 percent interest. The higher initial interest for ExxonMobil Canada enables it to bring in a partner, after which it will remain an equal partner with Imperial. The value of the transaction is approximately C\$751 million (US\$720 million) before customary adjustments. The transaction is subject to federal Competition Bureau review.

"The Clyden oil sands lease is a high-quality addition to Imperial's portfolio of oil sands in-situ opportunities," said Rich Kruger, Imperial's chairman, president and CEO. "This acquisition is consistent with Imperial's strategy to position ourselves for long term business growth."

Imperial Oil is one of Canada's largest corporations and a leading member of the country's petroleum industry. The company is a major producer of crude oil and natural gas, Canada's largest petroleum refiner, a key petrochemical producer and a leading marketer with coast-to-coast supply and service station networks.

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For further information:

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