

# SECURITIES AND EXCHANGE COMMISSION

## FORM 8-K

Current report filing

Filing Date: **2005-05-02** | Period of Report: **2005-04-28**  
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### FILER

#### **SULPHCO INC**

CIK: **1096560** | IRS No.: **880224817** | State of Incorporation: **NV** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-27599** | Film No.: **05789056**  
SIC: **2890** Miscellaneous chemical products

Mailing Address  
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SPARKS NV 89431

Business Address  
850 SPICE ISLANDS DRIVE  
SPARKS NV 89431  
775-829-1310

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U.S. 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)

April 28, 2005

# SULPHCO, INC.

(Exact Name of Registrant as Specified in its Charter)

**Nevada**

(State or other jurisdiction of incorporation or organization)

**000-27599**

(Commission file number)

**88-0224817**

(I.R.S. Employer Identification Number)

**850 Spice Islands Drive, Sparks, NV 89431**

(Address of principal executive offices)

**(775)-829-1310**

Issuer's telephone number

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 of 1933 (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(e) under the Exchange Act (17 CFR 240.13e-4(c))
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### **Item 1.01. Entry into a Material Definitive Agreement.**

As previously reported: (1) effective August 6, 2004, SulphCo, Inc. (the “Company”) entered into a Collaboration Agreement with ChevronTexaco Energy Technology Co. (“ChevronTexaco”), a unit of ChevronTexaco Corp., to further evaluate and develop the Company’s ultrasound technology; and (2) effective February 6, 2005, the parties amended the Collaboration Agreement, primarily in order to extend Phase 1 activities by an additional three months to May 6, 2005.

*April 2005 Amendment.* The Collaboration Agreement was set to expire on May 6, 2005, pursuant to Section 3.5(a). The parties now wish to enter into another business arrangement and are in the process of preparing a new agreement to that effect. However, it is not expected that this new agreement will be executed prior to the May 6, 2005, termination date. Accordingly, effective April 28, 2005, the Company and ChevronTexaco further amended the Collaboration Agreement to extend the Phase 1 period by an additional two months, to July 6, 2005, solely for the purpose of providing additional time to enter into the new agreement. The April 2005 amendment further provides that should the new agreement become effective prior to July 6, 2005, the Collaboration Agreement will automatically terminate as of the effective date of the new agreement. All of the other terms of the Collaboration Agreement remain the same.

A copy of the April 2005 amendment is included as an exhibit to this Report.

### **Item 9.01. Exhibits**

10.1 Letter Agreement dated April 27, 2005, by and between SulphCo, Inc. and ChevronTexaco Energy Technology Company.

## 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.

**SULPHCO, INC.**  
**(Registrant)**

**Date: May 2, 2005**

By: /s/ Rudolf W. Gunnerman  
Rudolf W. Gunnerman  
Chairman and Chief Executive Officer

## Exhibit 10.1

**ChevronTexaco Energy  
Technology Company**

100 Chevron Way  
Richmond, CA 94802  
Tel 510-242-3000  
Fax 510-242-2405

# ChevronTexaco

April 27, 2005

Sulphco, Inc.  
850 Spice Islands Drive  
Sparks, Nevada 89431

Re: Amendment to Collaboration Agreement Between Sulphco., Inc. and  
ChevronTexaco Energy Technology Company Effective August 6, 2004

Gentlemen:

Reference is made to the above-identified Collaboration Agreement (“Agreement”) between Sulphco, Inc. and ChevronTexaco Energy Technology Company in which the parties have agreed to carry out testing of Sulphco’s technology for the upgrading of crude oil, which has been amended from time to time.

This Agreement is set to expire on May 6, 2005 pursuant to Section 3.5(a). The parties now wish to enter into another business arrangement and are in the process of preparing a new agreement to that effect. However, it is not expected that this new agreement will be executed prior to the May 6<sup>th</sup> termination date of the Agreement. Accordingly, the parties would like to extend the period of Phase I for an additional two (2) months such that the new termination date of the Agreement will be July 6, 2005, solely for the purpose of providing additional time to enter into the new agreement. We therefore propose to amend the Agreement as follows:

At Page 5, Section 1.24, line 5, change “six (6) months” to --eleven (11) months--.

However, should the new agreement become effective prior to July 6, 2005, then the Collaboration Agreement shall automatically terminate as of the effective date of the new agreement.

Except as expressly amended above, all other terms and conditions of the Agreement, as amended, shall remain in full force and effect.

Sulphco, Inc.  
April 27, 2005

# ChevronTexaco

If you are in agreement with the foregoing, please have an authorized representative of your company executed the duplicate copy of this Letter Agreement and return the same to us for our files.

Very truly yours,

ChevronTexaco Energy Technology Company

By: /s/ Georgianna Scheuerman

Georgianna Scheuerman  
(Printed Name)

Title: General Manager Catalyst Department

Agreed to and Accepted this  
28 day of April, 2005

Sulphco, Inc.

By: /s/ Rudolf W. Gunnerman

Rudolf W. Gunnerman  
(Printed Name)

Title: Chairman & CEO