

Sheridan Jerry E
Form 3
March 05, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|---|--|---|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Sheridan Jerry E | | (Month/Day/Year) | UGI CORP /PA/ [UGI] | |
| (Last) | (First) | (Middle) | 03/03/2012 | |
| 460 NORTH GULPH ROAD | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| KING OF PRUSSIA,Â PAÂ 19406 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | President & CEO of AmeriGas | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| UGI Common Stock | 1,219 | I | 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------|---------------------------|------------|------------------------|--------|----------|-------------------|---|
| Option (right to buy) | 08/15/2006 ⁽¹⁾ | 08/14/2015 | UGI Common Stock | 15,000 | \$ 27.57 | D | Â |
| Option (right to buy) | 01/01/2007 ⁽²⁾ | 12/31/2015 | UGI Common Stock | 18,000 | \$ 20.48 | D | Â |
| Option (right to buy) | 01/01/2008 ⁽³⁾ | 12/31/2016 | UGI Common Stock | 18,000 | \$ 27.28 | D | Â |
| Option (right to buy) | 01/01/2009 ⁽⁴⁾ | 12/31/2017 | UGI Common Stock | 17,000 | \$ 27.25 | D | Â |
| Option (right to buy) | 01/01/2010 ⁽⁵⁾ | 12/31/2018 | UGI Common Stock | 21,000 | \$ 24.42 | D | Â |
| Option (right to buy) | 01/01/2011 ⁽⁶⁾ | 12/31/2019 | UGI Common Stock | 22,000 | \$ 24.19 | D | Â |
| Option (right to buy) | 01/01/2012 ⁽⁷⁾ | 12/31/2020 | UGI Common Stock | 22,000 | \$ 31.58 | D | Â |
| Option (right to buy) | 05/09/2012 ⁽⁸⁾ | 05/08/2021 | UGI Common Stock | 5,333 | \$ 32.52 | D | Â |
| Option (right to buy) | 01/01/2013 ⁽⁹⁾ | 12/31/2021 | UGI Common Stock | 30,000 | \$ 29.4 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sheridan Jerry E 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406 | Â | Â | Â President & CEO of AmeriGas | Â |

Signatures

Jessica A. Milner, Attorney-In-Fact for Jerry E.
Sheridan

03/05/2012

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) These options vest in three equal installments beginning on August 15, 2006.
- (2) These options vest in three equal installments beginning on January 1, 2007.
- (3) These options vest in three equal installments beginning on January 1, 2008.
- (4) These options vest in three equal installments beginning on January 1, 2009.
- (5) These options vest in three equal installments beginning on January 1, 2010.
- (6) These options vest in three equal installments beginning on January 1, 2011.
- (7) These options vest in three equal installments beginning on January 1, 2012.
- (8) These options vest in three equal installments beginning on May 9, 2012.
- (9) These options vest in three equal installments beginning on January 1, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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