

UGI CORP /PA/
Form 4
August 08, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Sheridan Jerry E

(Last) (First) (Middle)

460 NORTH GULPH ROAD

(Street)

KING OF PRUSSIA, PA 19406

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UGI CORP /PA/ [UGI]

3. Date of Earliest Transaction (Month/Day/Year)
08/06/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	5. Amount or Price	6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
UGI Common Stock	08/06/2013		M	17,000	A	\$ 27.25	17,000	D
UGI Common Stock	08/06/2013		F ⁽¹⁾	12,885	D	\$ 42.22	4,115	D
UGI Common Stock	08/06/2013		M	15,000	A	\$ 27.57	19,115	D
UGI Common	08/06/2013		F ⁽¹⁾	11,447	D	\$ 42.22	7,668	D

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Stock									
UGI Common Stock	08/06/2013		M	18,000	A	\$ 20.48	25,668	D	
UGI Common Stock	08/06/2013		F ⁽¹⁾	11,673	D	\$ 42.22	13,995	D	
UGI Common Stock	08/06/2013		M	18,000	A	\$ 27.28	31,995	D	
UGI Common Stock	08/06/2013		F ⁽¹⁾	13,652	D	\$ 42.22	18,343	D	
UGI Common Stock							1,264	I	401(k) Plan

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Option (Right to Buy)	\$ 27.25	08/06/2013		M	17,000	01/01/2011 12/31/2017	UGI Common Stock	17,000	
Option (Right to Buy)	\$ 27.57	08/06/2013		M	15,000	08/15/2008 08/14/2015	UGI Common Stock	15,000	
Option (Right to Buy)	\$ 20.48	08/06/2013		M	18,000	01/01/2009 12/31/2015	UGI Common Stock	18,000	

