FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2013-01-08**
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(HTML Version on secdatabase.com)

REPORTING OWNER

BAN STEPHEN D
CIK:**1181785**
Type: **4** | Act: **34** | File No.: **001-11071** | Film No.: **13522786**

Mailing Address
605 RICHARD ARRINGTON JR BLVD N
BIRMINGHAM AL 35203-2707

ISSUER

UGI CORP /PA/
CIK:**884614**| IRS No.: **232668356** | State of Incorp.:**PA** | Fiscal Year End: **0930**
SIC: **4932** Gas & other services combined

Mailing Address
460 NORTH GULPH ROAD
KING OF PRUSSIA PA 19406

Business Address
460 N GULPH RD
P O BOX 858
KING OF PRUSSIA PA 19406
6103371000

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
BAN STEPHEN D	**UGI CORP /PA/** [UGI]	__X__ Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/08/2013	
460 NORTH GULPH ROAD (Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable line) __X__ Form Filed by One Reporting Person _____ Form Filed by More than One Reporting Person
KING OF PRUSSIA, PA 19406 (City) (State) (Zip)		

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)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
UGI Common Stock	01/08/2013		A		2,800	A	$ 0	73,242	I	Benefit Plan (1)
UGI Common Stock								20,647	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	$33.2	01/08/2013		A		8,500 (2)		01/08/2013	01/07/2023	UGI Common Stock	8,500	$ 0	8,500	D	

Explanation of Responses:

1. Effective January 8, 2013, the reporting person was granted Stock Units under the Amended and Restated UGI Corporation 2004 Omnibus Equity Compensation Plan. Each Stock Unit represents the right of the recipient to receive a share of Common Stock upon retirement or termination of service.
2. These options are fully vested on the effective date of the grant.

Signatures

/s/ Jessica A. Milner, Attorney-in-Fact for Stephen D. Ban 01/10/2013

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, *see* Instruction 4 (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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Stephen A. Wan, Vaughn Antkowiak and Marshall Mathews, jointly and severally, his true and lawful attorney-in-fact with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments (including post-effective amendments) to this Registration Statement, and any Rule 462(b) Registration Statement, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary to be done in connection therewith, as fully for all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or their substitutes may lawfully do or cause to be done by virtue hereof.

/s/ Stephen A. Wan	
Stephen A. Wan	President, Chief Executive Officer and Director (Principal Executive Officer)
/s/ Vaughn Antkowiak	
Vaughn Antkowiak	Chief Financial Officer (Principal Financial and Accounting Officer)
/s/ Marshall Mathews	
Marshall Mathews	Vice President, Legal and Secretary
/s/ Jonathan Bunzel	
Jonathan Bunzel	Director
/s/ Jeffrey Cleveland	
Jeffrey Cleveland	Director
/s/ Jeffrey Hendrickson	
Jeffrey Hendrickson	Director
/s/ Jeffrey Lawrence	
Jeffrey Lawrence	Director
/s/ Jeffrey Mirvis	
Jeffrey Mirvis	Director
/s/ Jeffrey Nugent	
Jeffrey Nugent	Director
/s/ Jeffrey Rosenthal	
Jeffrey Rosenthal	Director
/s/ Jeffrey Sonnenfeld	
Jeffrey Sonnenfeld	Director
/s/ Jeffrey Stevenson	
Jeffrey Stevenson	Director
/s/ Jeffrey Tarrant	
Jeffrey Tarrant	Director
/s/ Jeffrey Wenger	
Jeffrey Wenger	Director
/s/ Jeffrey Zhang	
Jeffrey Zhang	Director