

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)

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