UGI CORP /PA/ Form 4 August 06, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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(b).

Common

(Print or Type Responses)

See Instruction

1. Name and Add HALL BRAD	^	ng Person *	2. Issuer Name and Ticker or Trading Symbol UGI CORP /PA/ [UGI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
460 NORTH GULPH ROAD			08/02/2013	X Officer (give title Other (specify below)		
				VP New Business Development		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
KING OF PRUSSIA, PA 19406				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
UGI Common Stock	08/02/2013		M	20,000	A	\$ 27.25	65,437	D		
UGI Common Stock	08/02/2013		S	20,000	D	\$ 42.55 (1)	45,437	D		
UGI Common Stock	08/02/2013		M	30,000	A	\$ 24.42	75,437	D		
UGI	08/02/2013		S	30,000	D	\$	45,437	D		

42.55

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Stock					<u>(1)</u>			
UGI Common Stock	08/02/2013	M	23,000	A	\$ 27.28	68,437	D	
UGI Common Stock	08/02/2013	S	23,000	D	\$ 42.55 (1)	45,437	D	
UGI Common Stock						12,824	I	401(k) Plan
UGI Common Stock						3,500	I	By Family Partnership

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

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 control number.

SEC 1474 (9-02)

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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 27.25	08/02/2013		M		20,000	01/01/2011	12/31/2017	UGI Common Stock	20,000
Option (Right to Buy)	\$ 24.42	08/02/2013		M		30,000	01/01/2012	12/31/2018	UGI Common Stock	30,000
Option (Right to Buy)	\$ 27.28	08/02/2013		M		23,000	01/01/2010	12/31/2016	UGI Common Stock	23,000

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HALL BRADLEY C 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406

VP New Business Development

Signatures

Jessica A. Milner, Attorney-In-Fact for Bradley C. Hall

08/06/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

The shares of stock with respect to this transaction were sold at prices ranging from \$42.46 to \$42.74. Upon request, UGI Corporation (1) will provide to the Securities and Exchange Commission staff or a security holder of UGI Corporation full information regarding the

(1) will provide to the Securities and Exchange Commission staff or a security holder of UGI Corporation full information regarding the number of shares sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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