

Beard Robert F.
Form 3
September 07, 2011

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 Beard Robert F. | | (Month/Day/Year) | UGI CORP /PA/ [UGI] | |
| (Last) | (First) | (Middle) | 09/05/2011 | |
| 460 NORTH GULPH ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | (Check all applicable) | |
| KING OF PRUSSIA, Â PA Â 19406 | | | <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 subsidiary | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

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 | 3,831 | D | Â |
| UGI Common Stock | 3,064 | 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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------|------------------|---------------------------|------------------|----------------------------|----------|---------------------------------------|---|
| Option (right to buy) | 10/01/2008 | 09/30/2018 ⁽¹⁾ | UGI Common Stock | 7,000 | \$ 26.35 | D | Â |
| Option (right to buy) | 01/01/2009 | 12/31/2018 ⁽²⁾ | UGI Common Stock | 8,000 | \$ 24.42 | D | Â |
| Option (right to buy) | 01/01/2010 | 12/31/2019 ⁽³⁾ | UGI Common Stock | 8,000 | \$ 24.19 | D | Â |
| Option (right to buy) | 07/15/2010 | 07/14/2020 ⁽⁴⁾ | UGI Common Stock | 1,500 | \$ 27.31 | D | Â |
| Option (right to buy) | 01/01/2011 | 12/31/2020 ⁽⁵⁾ | UGI Common Stock | 12,000 | \$ 31.58 | D | Â |
| Performance Units | 01/01/2009 | 12/31/2011 ⁽⁶⁾ | UGI Common Stock | 1,500 | \$ 0 | D | Â |
| Performance Units | 01/01/2010 | 12/31/2012 ⁽⁷⁾ | UGI Common Stock | 1,500 | \$ 0 | D | Â |
| Performance Units | 07/15/2010 | 12/31/2012 ⁽⁸⁾ | UGI Common Stock | 300 | \$ 0 | D | Â |
| Performance Units | 01/01/2011 | 12/31/2013 ⁽⁹⁾ | UGI Common Stock | 2,100 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Beard Robert F. 460 NORTH GULPH ROAD KING OF PRUSSIA, PA 19406 | Â | Â | Â President & CEO of subsidiary | Â |

Signatures

Margaret M. Calabrese, Attorney-In-Fact for Robert F. Beard 09/07/2011

**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 October 1, 2009.
- (2) These options vest in three equal installments beginning on January 1, 2010.
- (3) These options vest in three equal installments beginning on January 1, 2011.
- (4) These options vest in three equal installments beginning on July 15, 2011.
- (5) These options vest in three equal installments beginning on January 1, 2012.

Effective January 1, 2009, the reporting person was granted performance units under the Amended and Restated UGI Corporation 2004 Omnibus Equity Compensation Plan. Each performance unit represents the right of the recipient to receive a share of stock, if specified performance goals and other conditions are met.

- (7) Effective January 1, 2010, the reporting person was granted performance units under the Amended and Restated UGI Corporation 2004 Omnibus Equity Compensation Plan. Each performance unit represents the right of the recipient to receive a share of stock, if specified performance goals and other conditions are met.

- (8) Effective July 15, 2010, the reporting person was granted performance units under the Amended and Restated UGI Corporation 2004 Omnibus Equity Compensation Plan. Each performance unit represents the right of the recipient to receive a share of stock, if specified performance goals and other conditions are met.

- (9) Effective January 1, 2011, the reporting person was granted performance units under the Amended and Restated UGI Corporation 2004 Omnibus Equity Compensation Plan. Each performance unit represents the right of the recipient to receive a share of stock, if specified performance goals and other conditions are met.

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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