

UGI CORP /PA/
Form 3
March 08, 2017

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 Hartz Joseph L.</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>03/06/2017</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</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>President of Subsidiary</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</p> <p><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	26,017	D ⁽¹⁾	Â

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)	
Performance Units	Â <u>(2)</u>	12/31/2017	UGI Common Stock	2,250	\$ 0	D	Â
Performance Units	Â <u>(3)</u>	12/31/2018	UGI Common Stock	3,000	\$ 0	D	Â
Performance Units	Â <u>(4)</u>	12/31/2019	UGI Common Stock	2,500	\$ 0	D	Â
Option (Right to Buy)	Â <u>(5)</u>	12/31/2018	UGI Common Stock	15,000	\$ 16.28	D	Â
Option (Right to Buy)	Â <u>(6)</u>	12/31/2019	UGI Common Stock	18,000	\$ 16.13	D	Â
Option (Right to Buy)	Â <u>(7)</u>	12/31/2020	UGI Common Stock	18,000	\$ 21.06	D	Â
Option (Right to Buy)	Â <u>(8)</u>	12/31/2021	UGI Common Stock	18,000	\$ 19.6	D	Â
Option (Right to Buy)	Â <u>(9)</u>	12/31/2022	UGI Common Stock	18,000	\$ 21.81	D	Â
Option (Right to Buy)	Â <u>(10)</u>	12/31/2023	UGI Common Stock	15,750	\$ 27.64	D	Â
Option (Right to Buy)	Â <u>(11)</u>	12/31/2024	UGI Common Stock	18,000	\$ 37.98	D	Â
Option (Right to Buy)	Â <u>(12)</u>	12/31/2025	UGI Common Stock	20,000	\$ 33.76	D	Â
Option (Right to Buy)	Â <u>(13)</u>	12/31/2026	UGI Common Stock	18,000	\$ 46.08	D	Â

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

Hartz Joseph L.
460 NORTH GULPH ROAD Â Â Â President of Subsidiary Â
KING OF PRUSSIA,Â PAÂ 19406

Signatures

/s/ Jessica A. Milner, Attorney-in-Fact for Joseph L.
Hartz

03/08/2017

**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) Includes 750 shares held jointly with Mr. Hartz's spouse.

Effective January 1, 2015, the reporting person was granted performance units under the UGI Corporation 2013 Omnibus Incentive 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.

Effective January 1, 2016, the reporting person was granted performance units under the UGI Corporation 2013 Omnibus Incentive Compensation Plan. Each performance unit represents the right of the reporting person to receive a share of UGI Common Stock if specified performance goals and other conditions are met.

Effective January 1, 2017, the reporting person was granted performance units under the UGI Corporation 2013 Omnibus Incentive Compensation Plan. Each performance unit represents the right of the reporting person to receive a share of UGI Common Stock if specified performance goals and other conditions are met.

(5) These options were granted effective January 1, 2009 and became fully vested on January 1, 2012.

(6) These options were granted effective January 1, 2010 and became fully vested on January 1, 2013.

(7) These options were granted effective January 1, 2011 and became fully vested on January 1, 2014.

(8) These options were granted effective January 1, 2012 and became fully vested on January 1, 2015.

(9) These options were granted effective January 1, 2013 and became fully vested on January 1, 2016.

(10) These options were granted effective January 1, 2014 and became fully vested on January 1, 2017.

(11) These options were granted effective January 1, 2015 and vest in three equal installments beginning on January 1, 2016.

(12) These options were granted effective January 1, 2016 and vest in three equal installments beginning on January 1, 2017.

(13) These options were granted effective January 1, 2017 and vest in three equal installments beginning on January 1, 2018.

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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